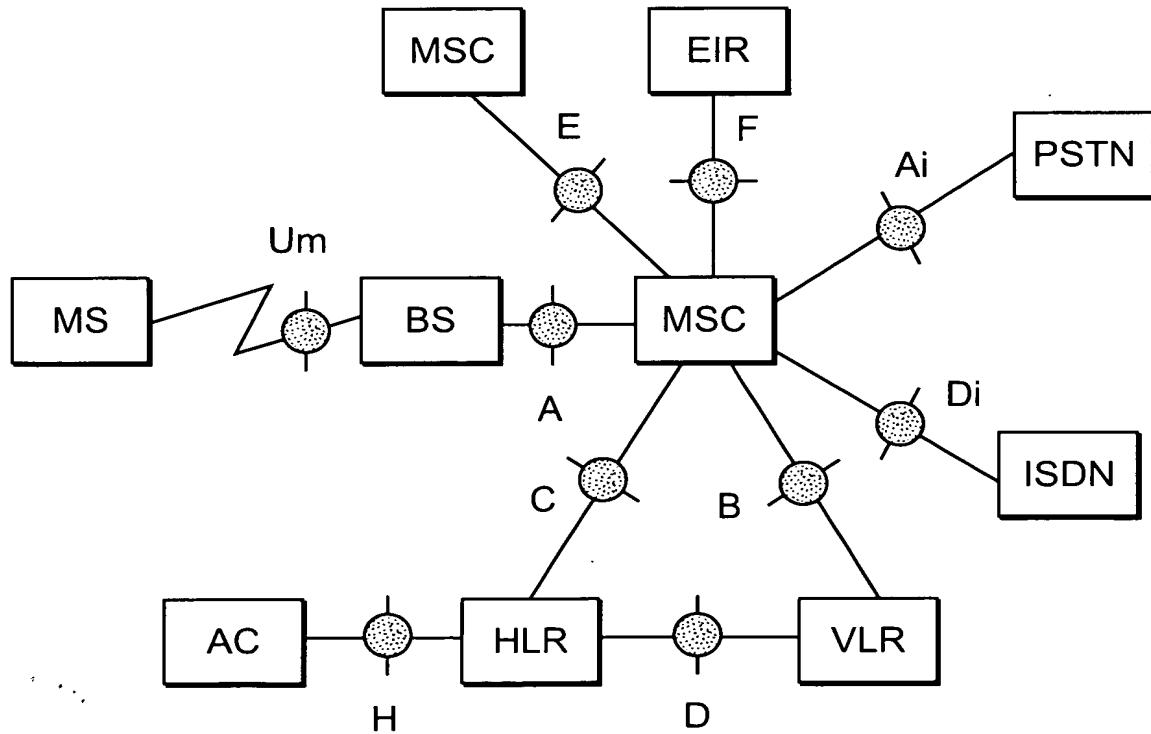
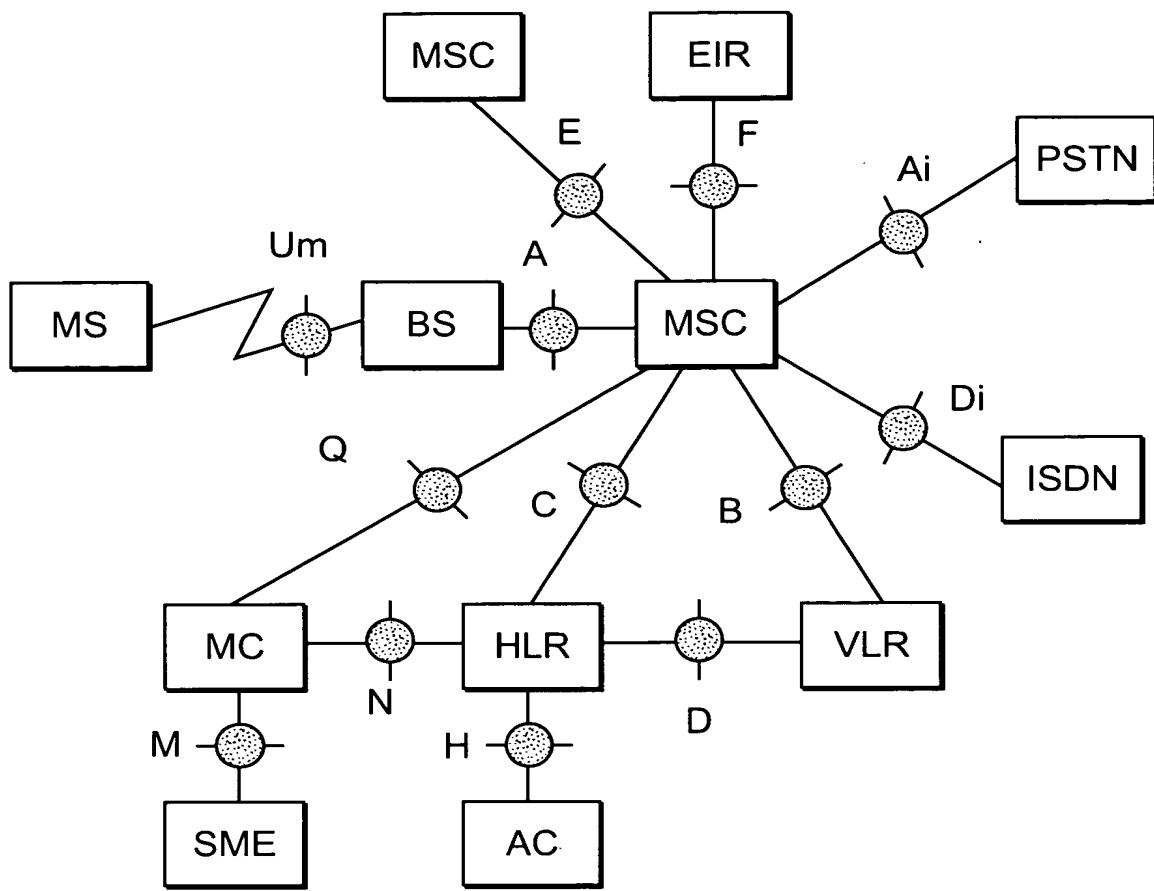


**FIG. 1**

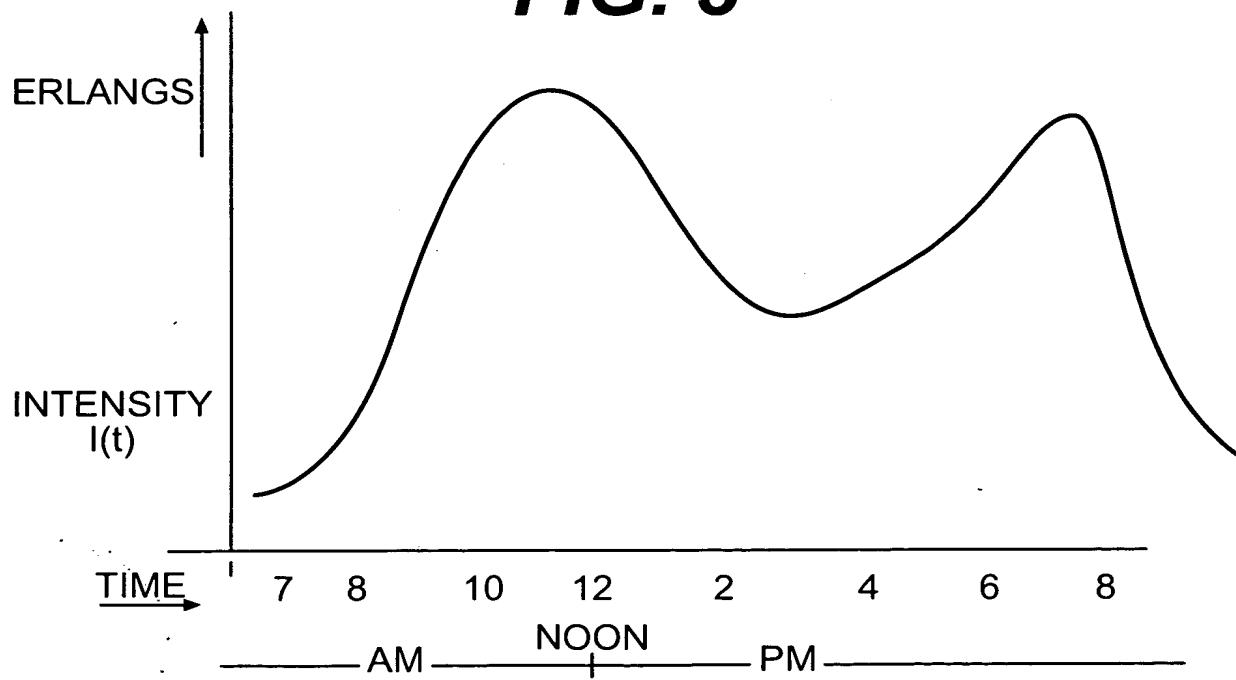
0022055 - 051501



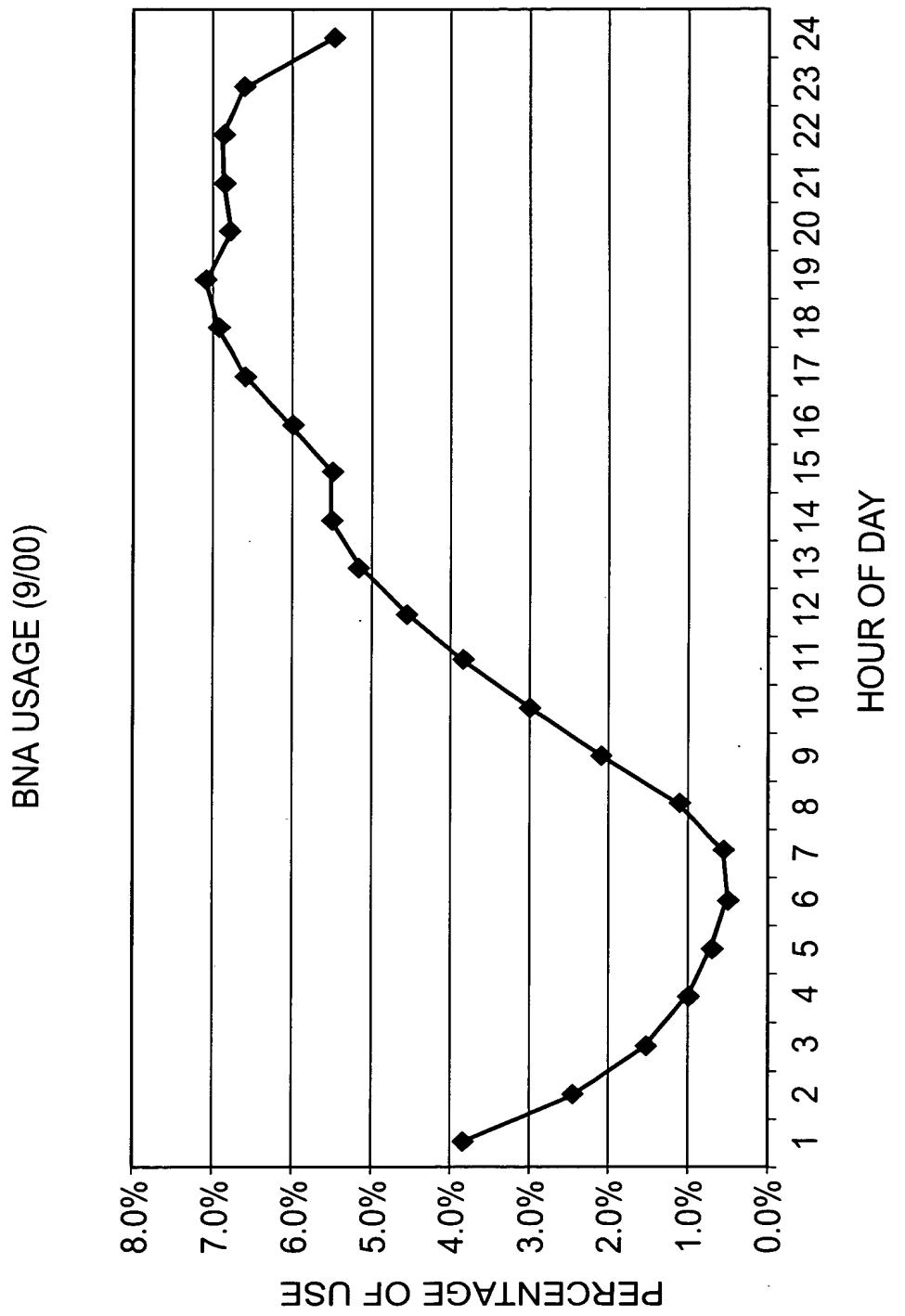
**FIG. 2**



**FIG. 3**

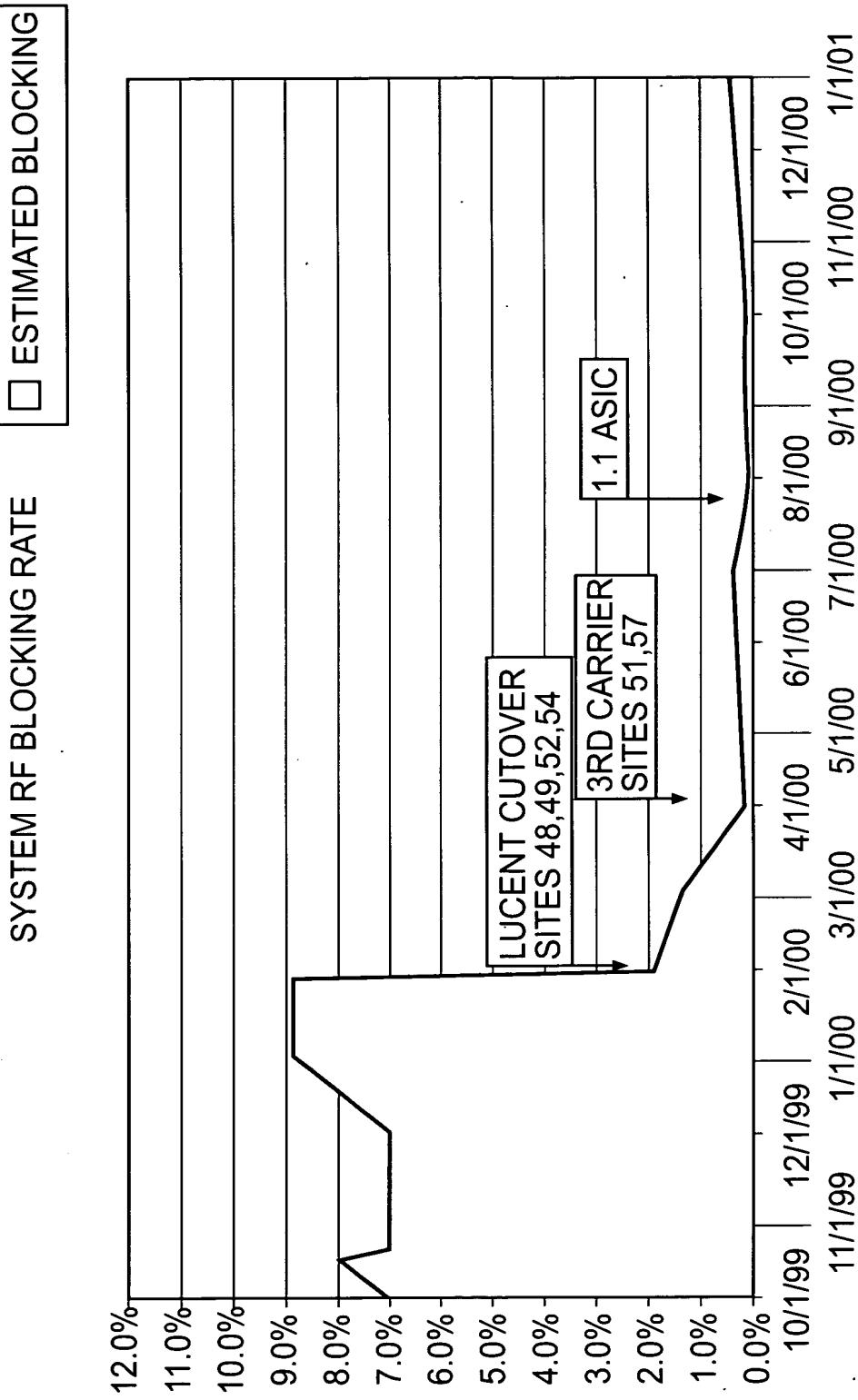


**FIG. 4**



**FIG. 5**

**FIG. 6**



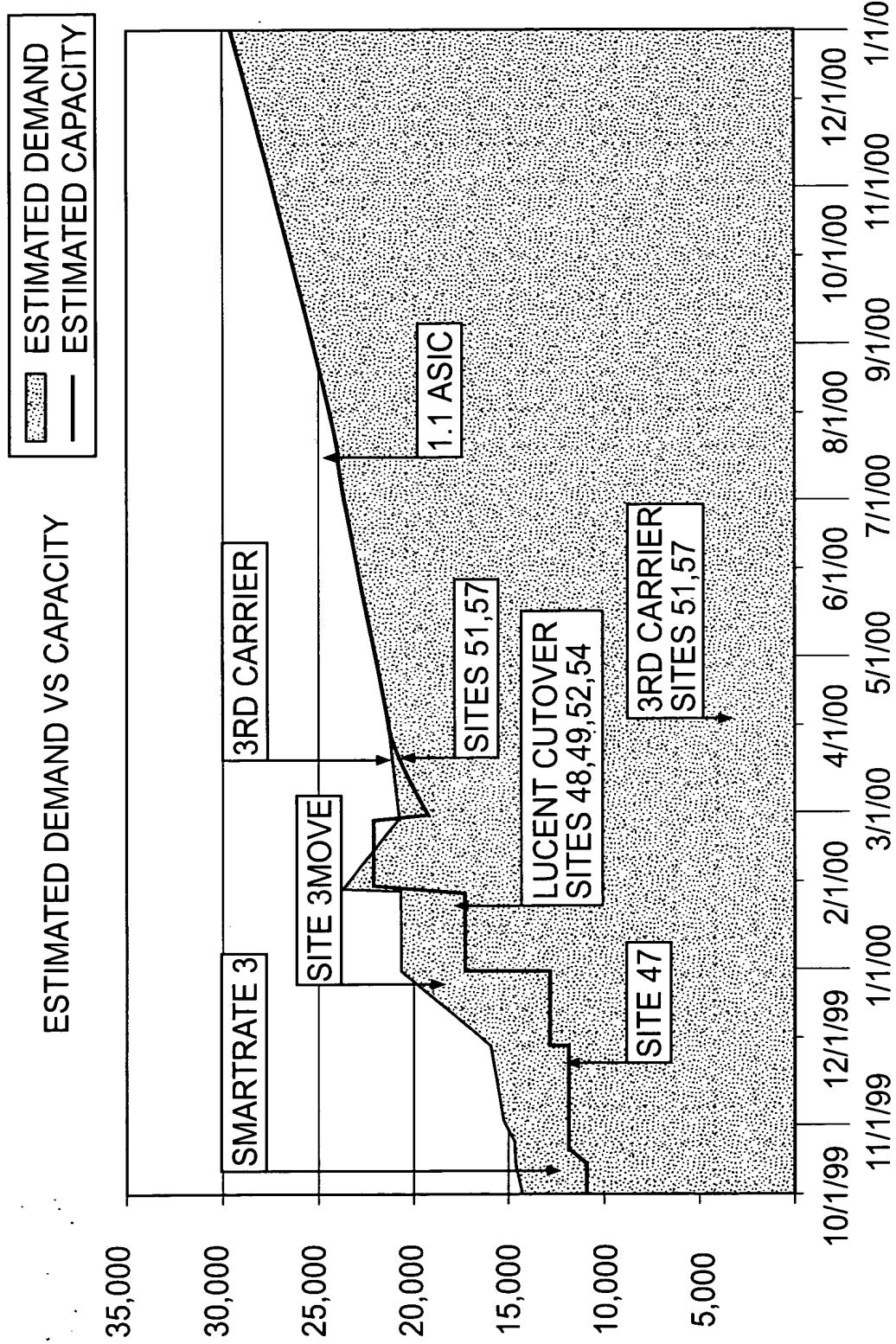
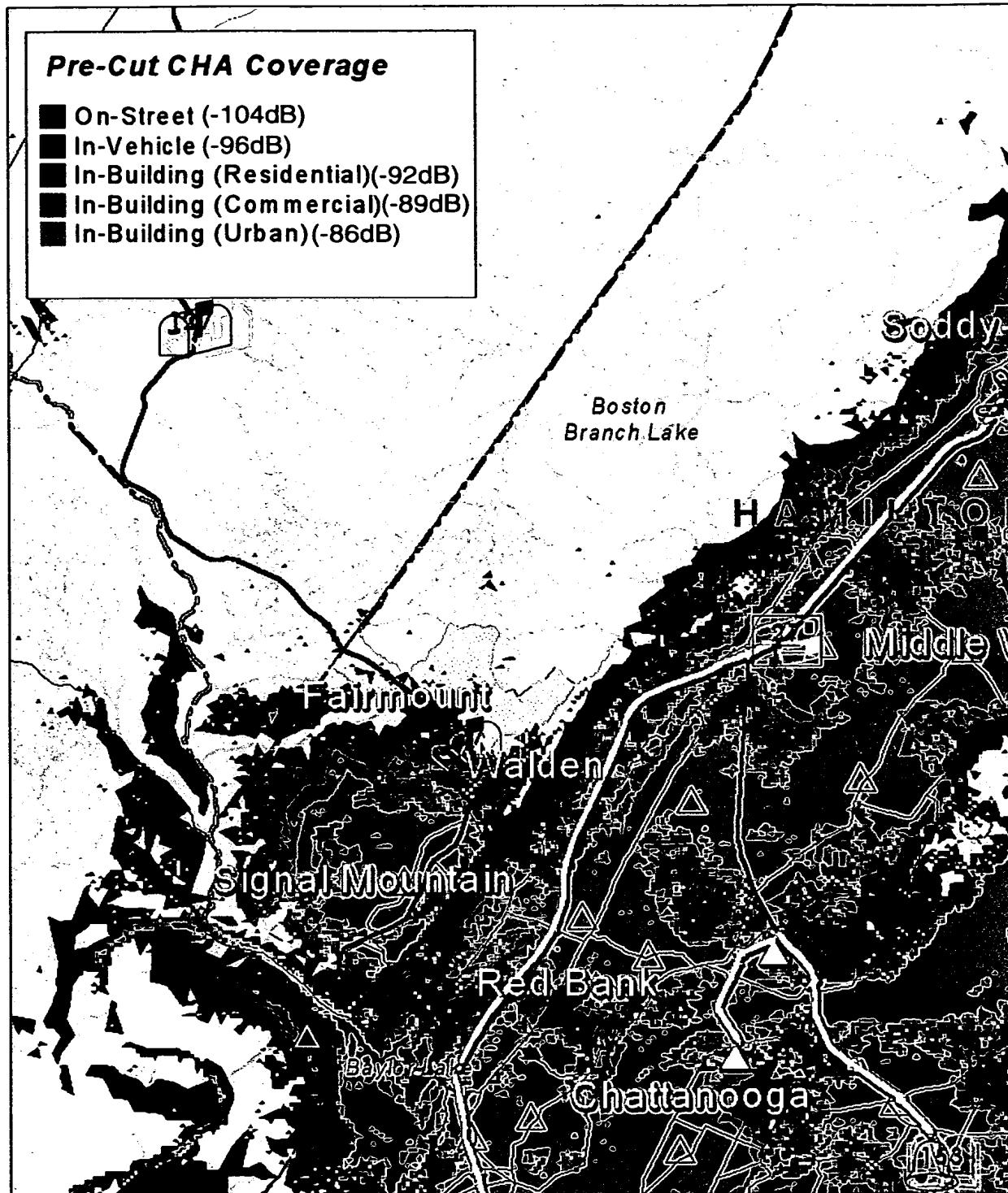


FIG. 7

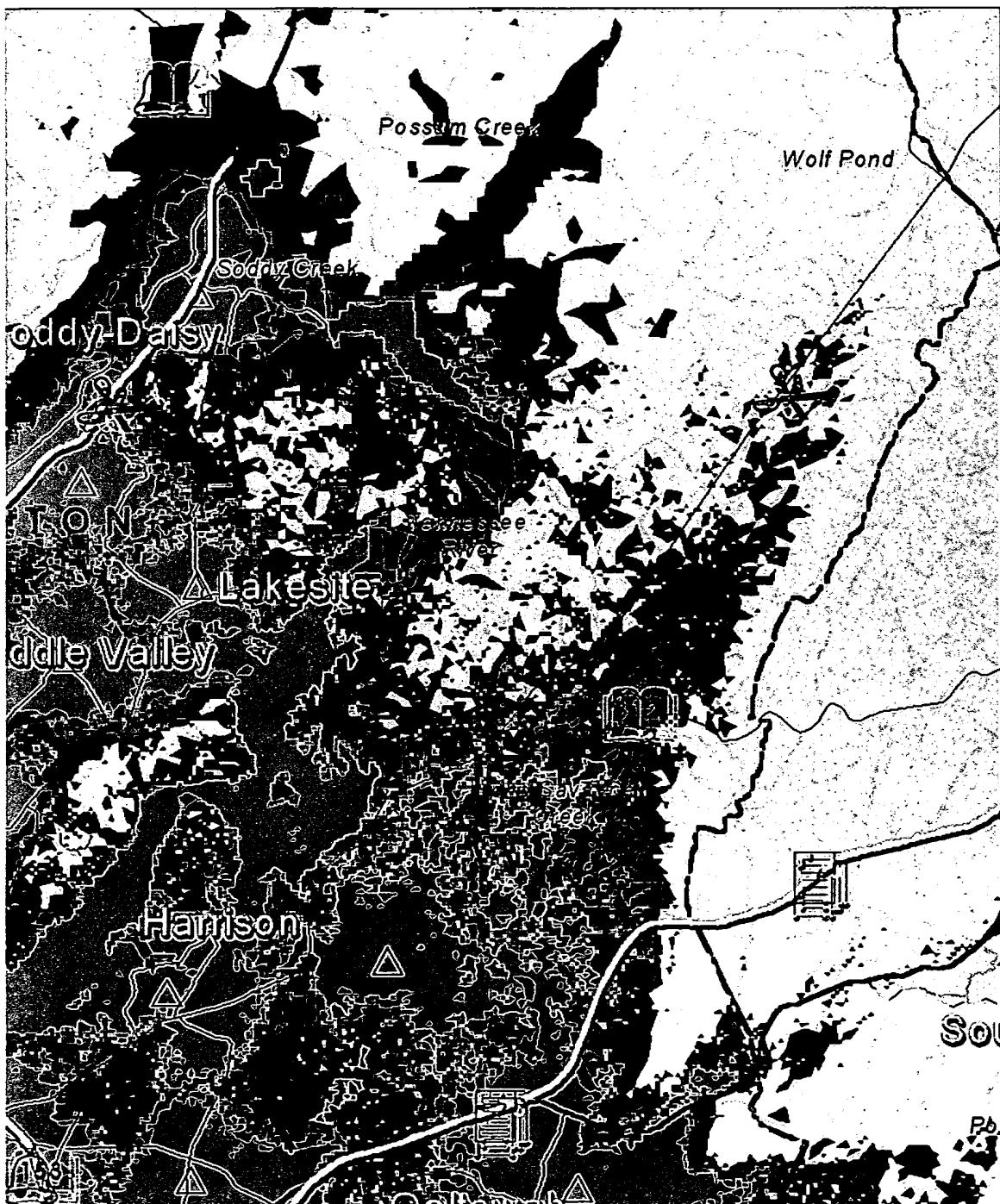
09772066 051501



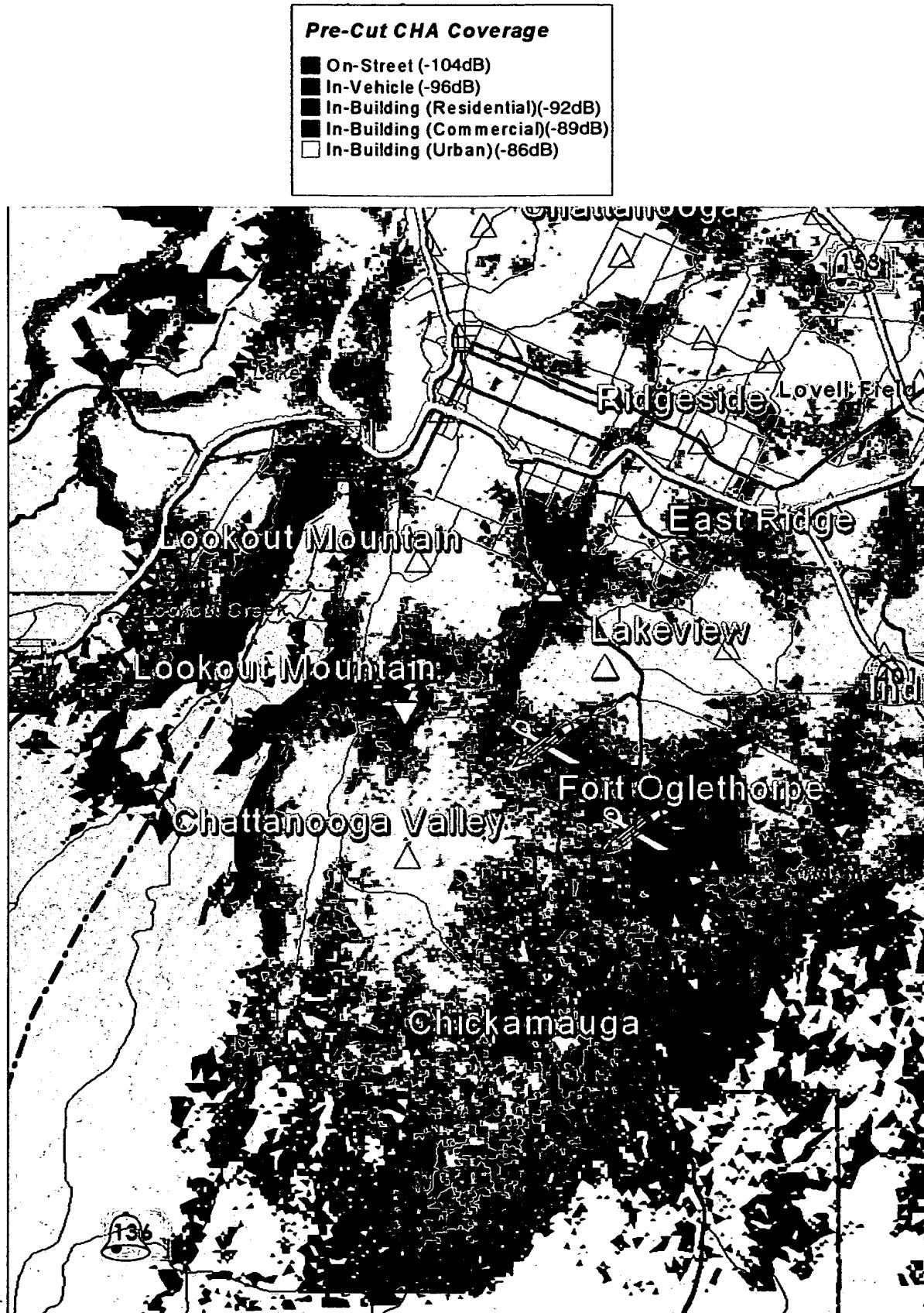
**FIG. 8a**

**Pre-Cut CHA Coverage**

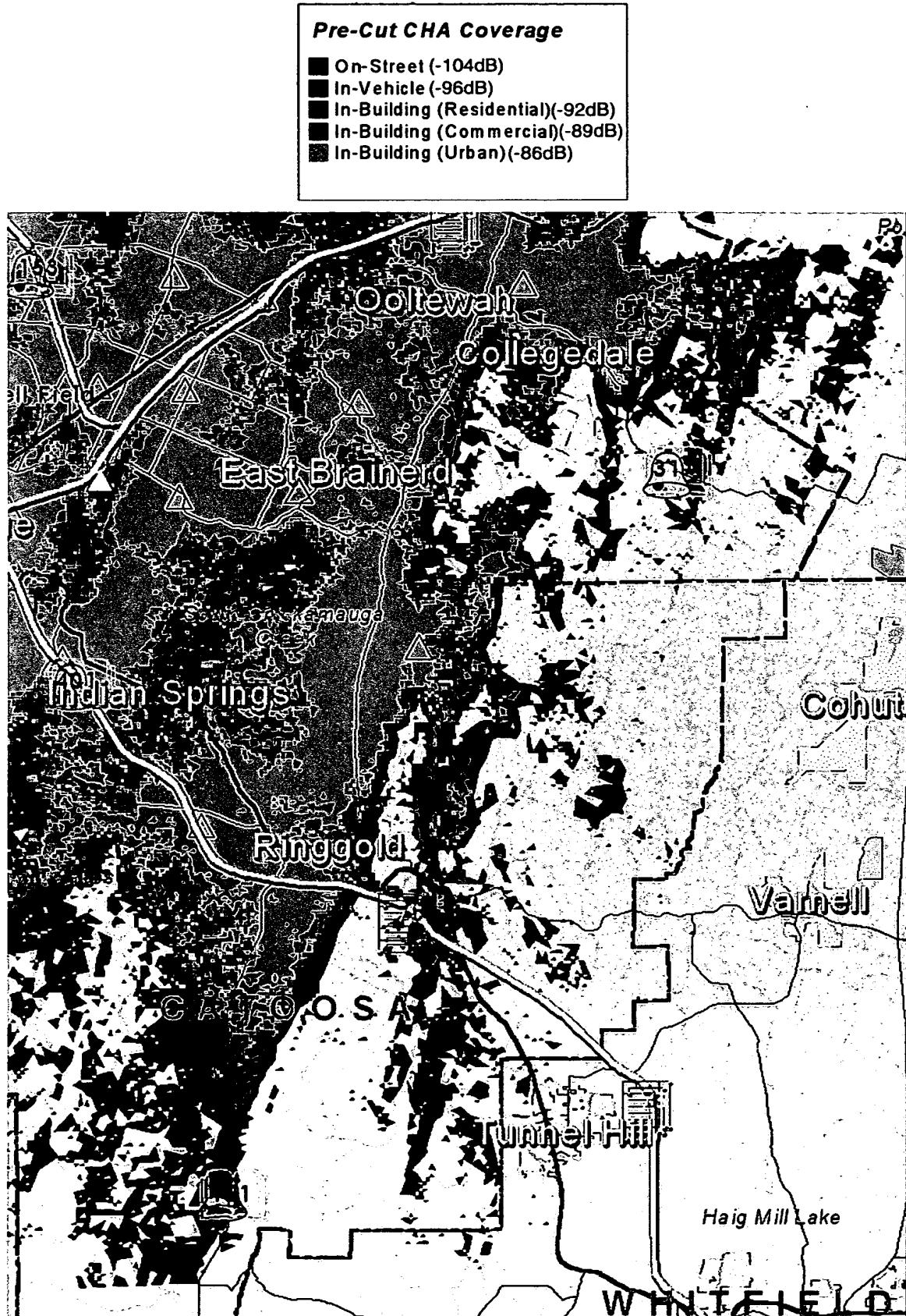
- On-Street (-104dB)
- In-Vehicle (-96dB)
- In-Building (Residential)(-92dB)
- In-Building (Commercial)(-89dB)
- In-Building (Urban)(-86dB)



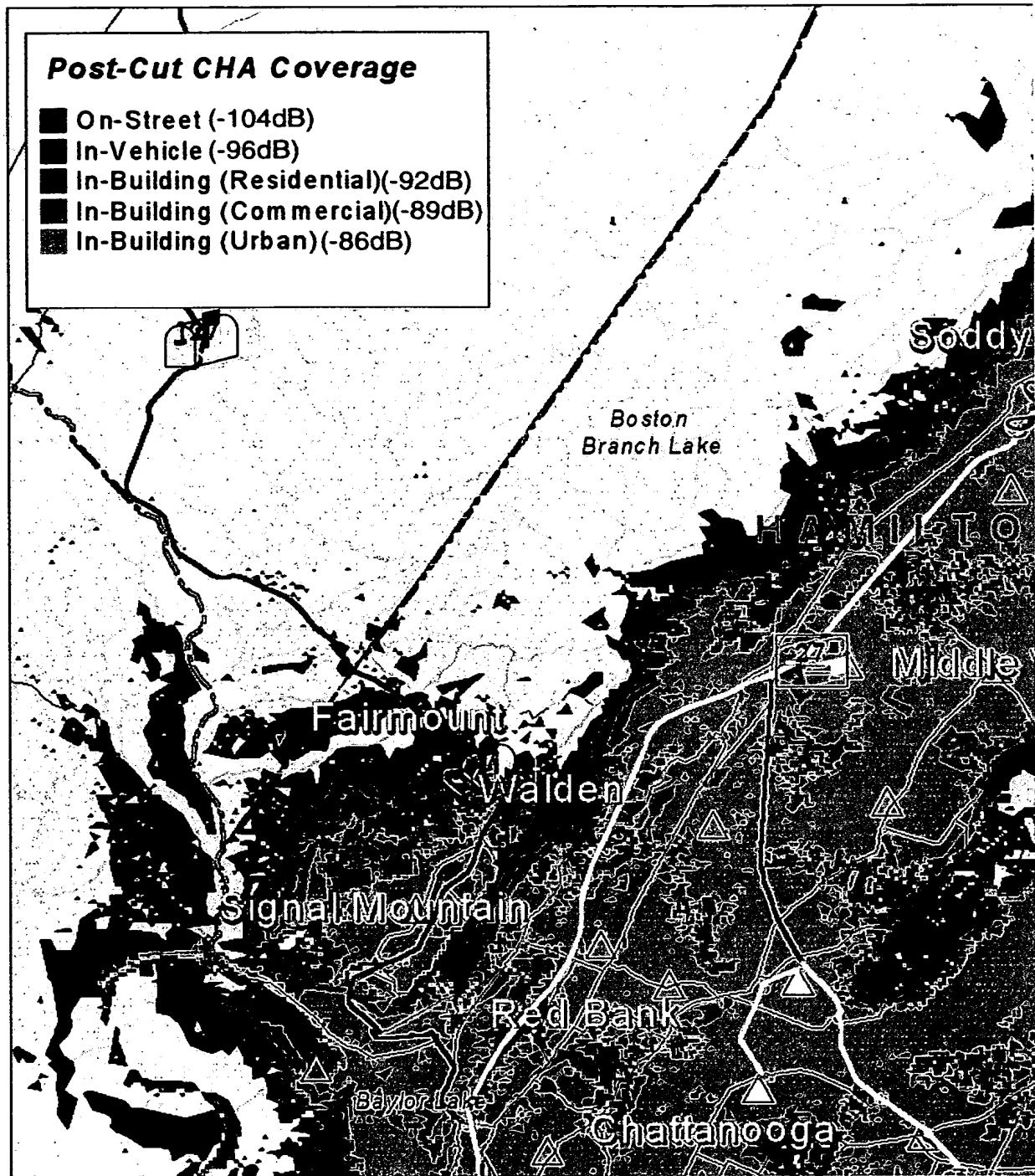
**FIG. 8b**



**FIG. 8c**

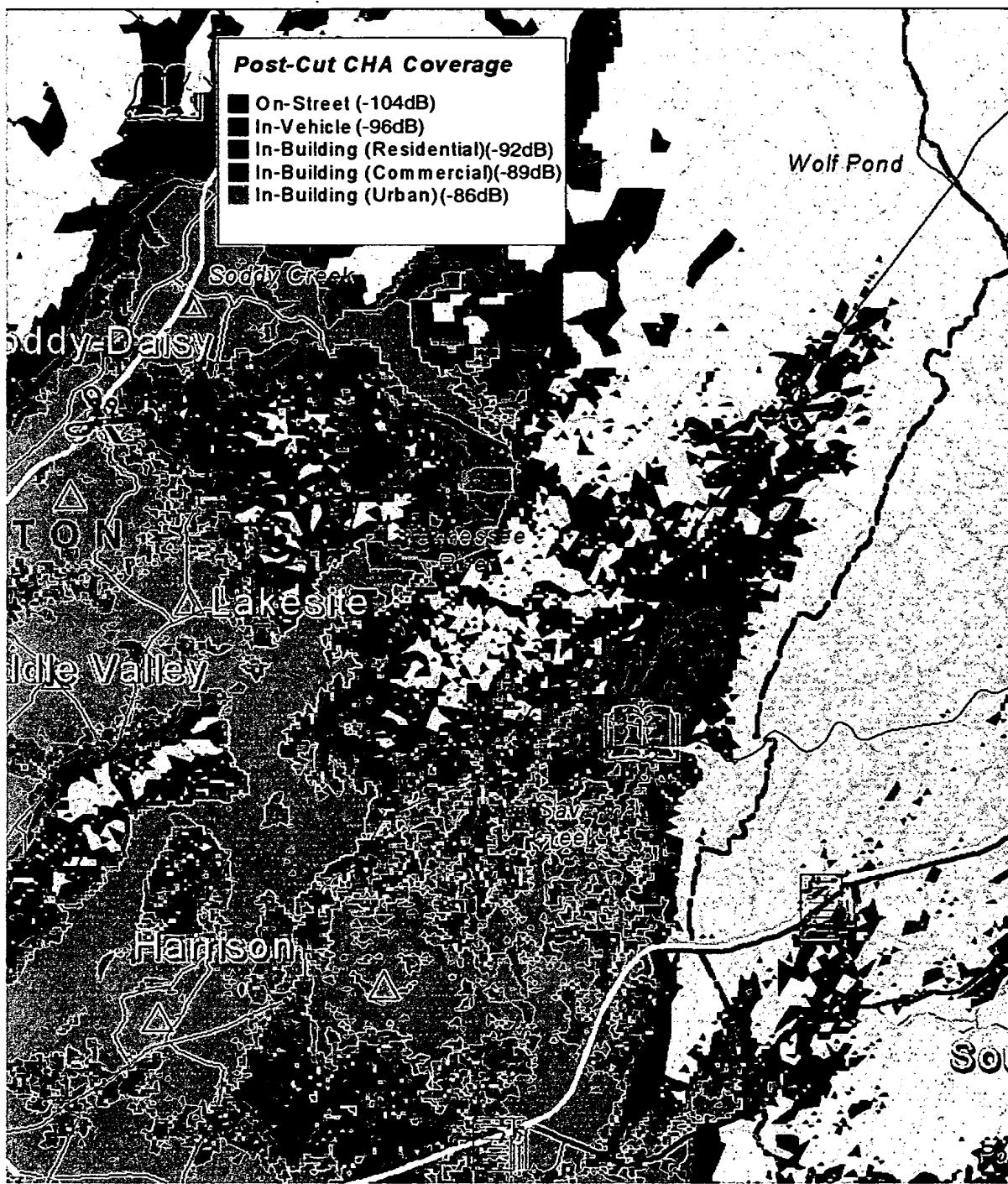


**FIG. 8d**

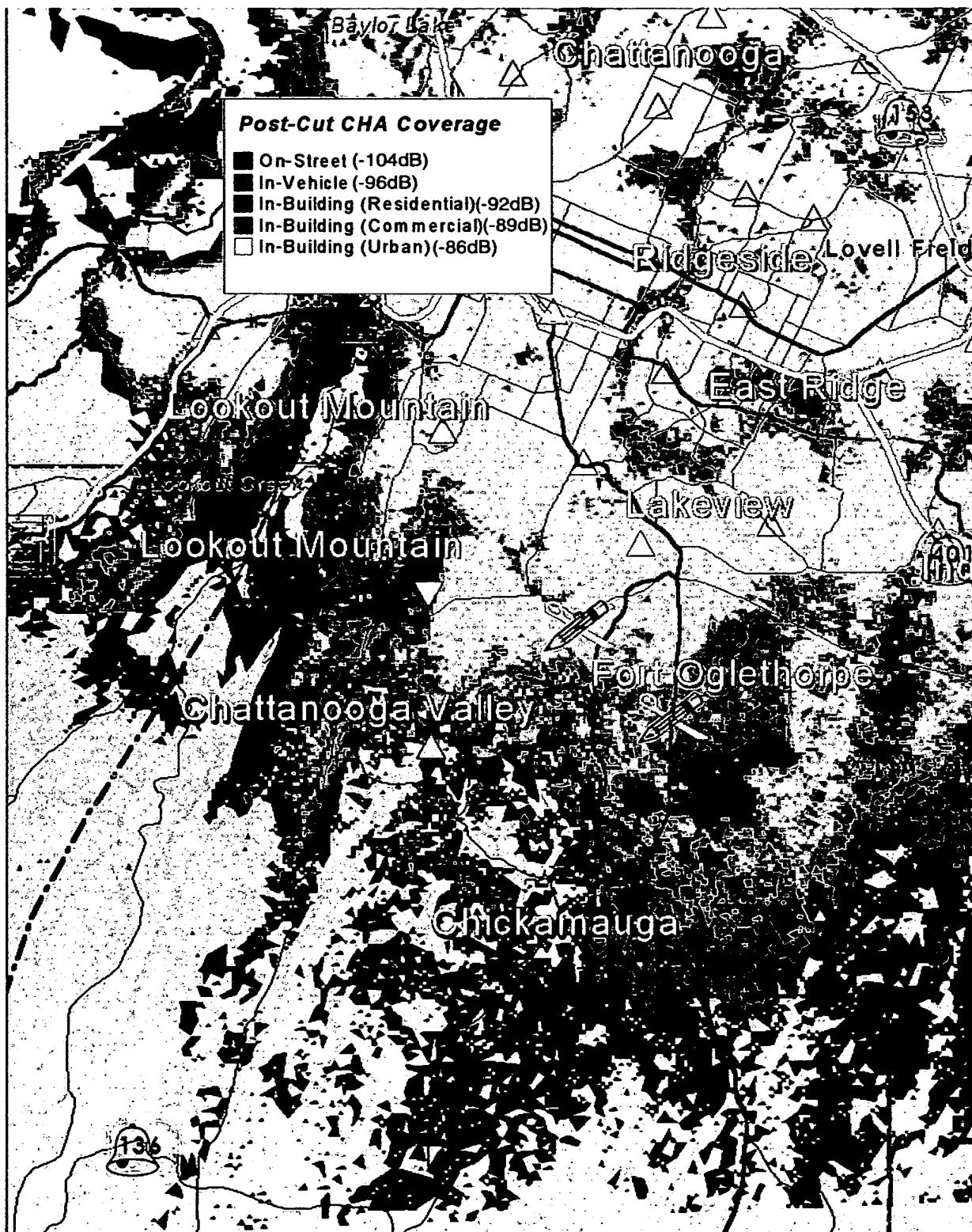


**FIG. 9a**

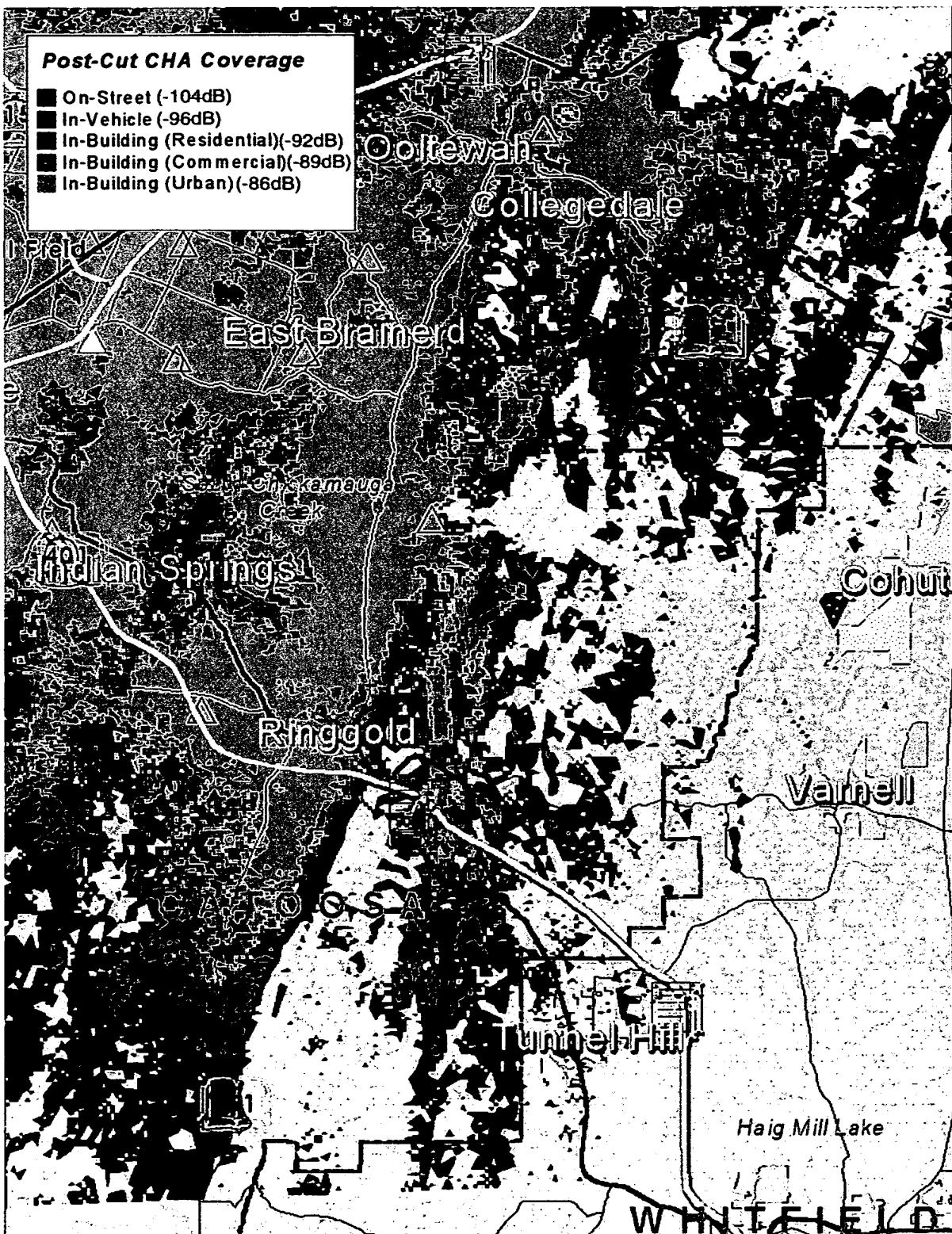
09772066 - 051501



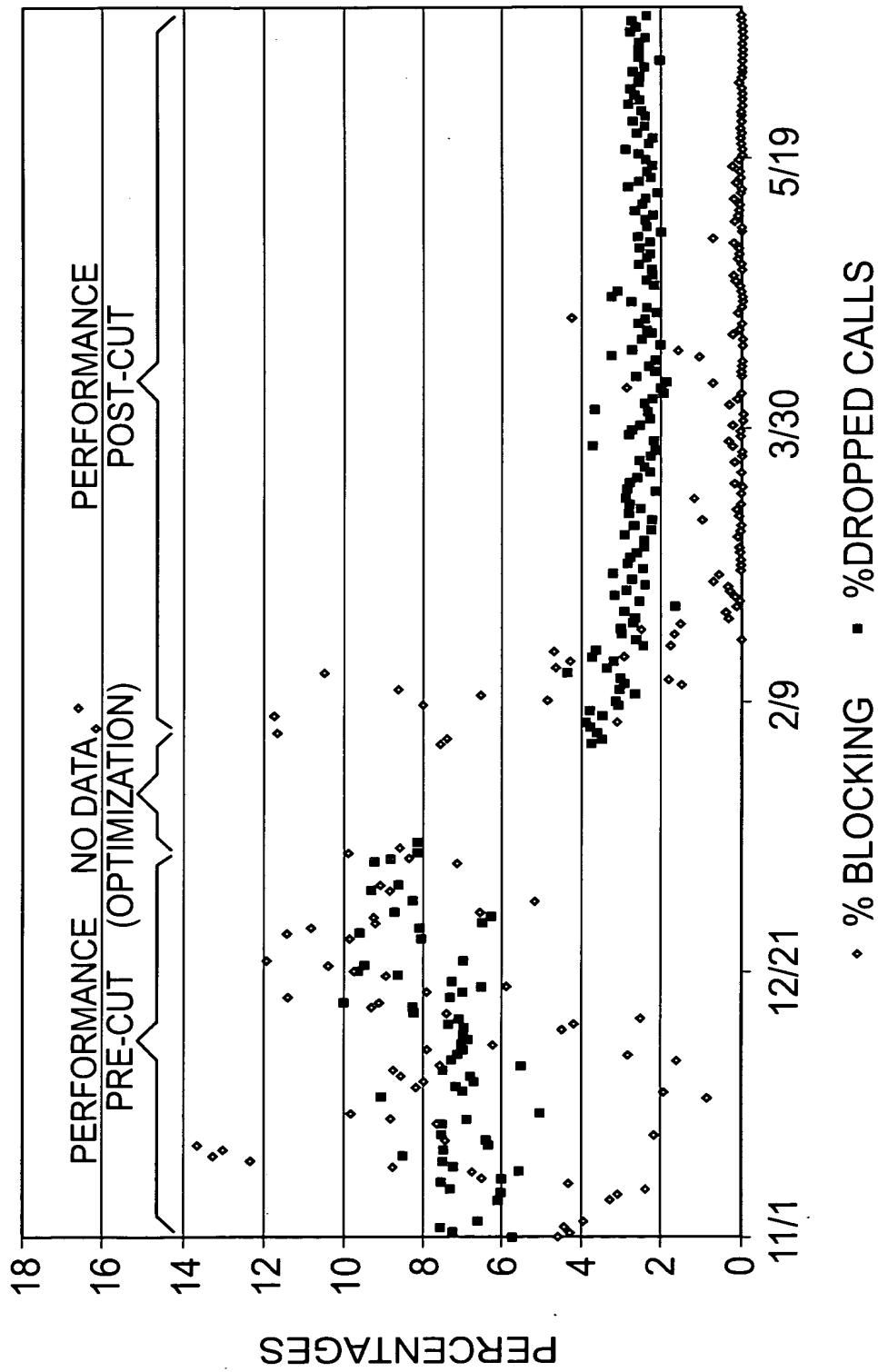
**FIG. 9b**



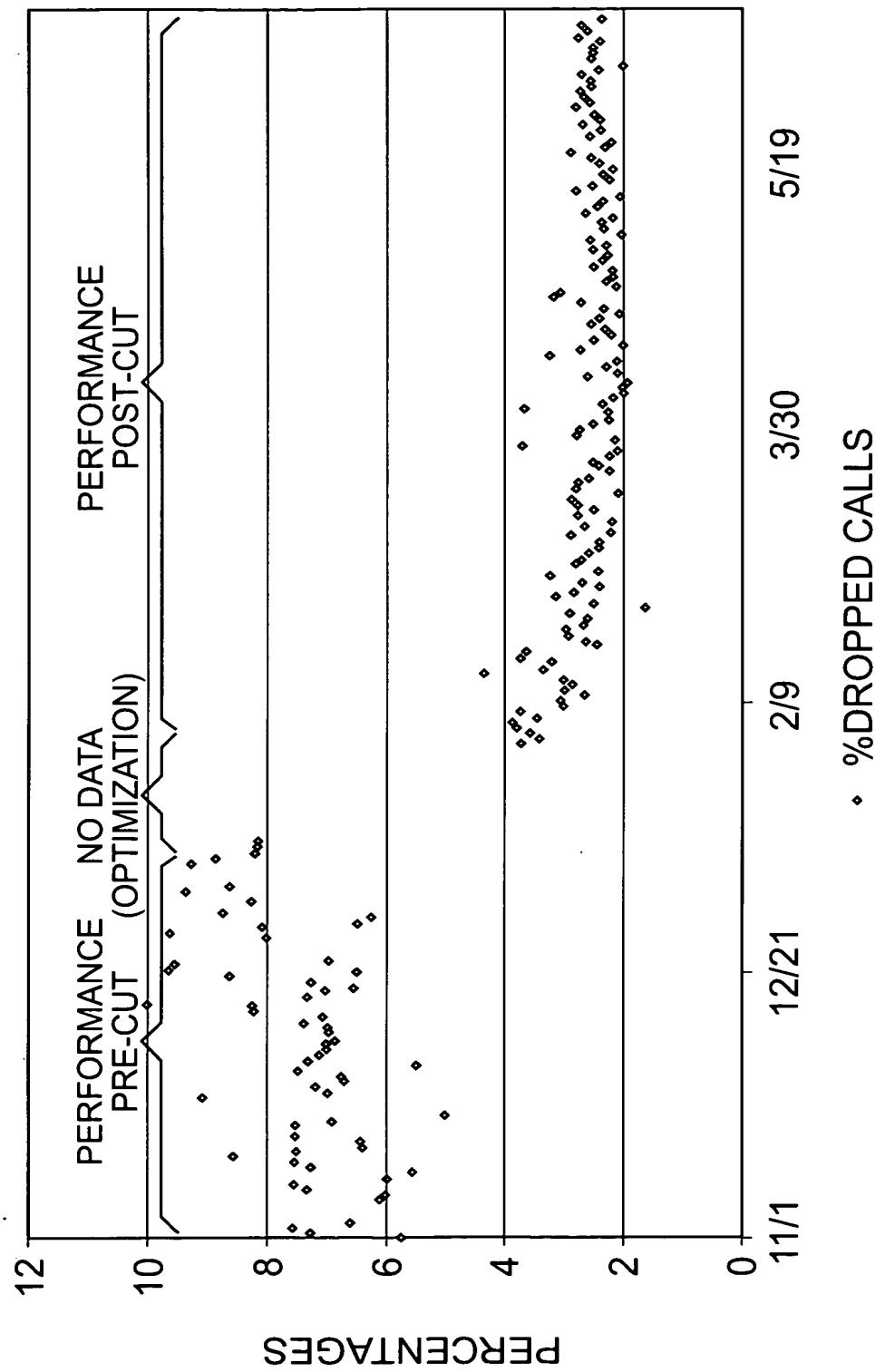
**FIG. 9c**



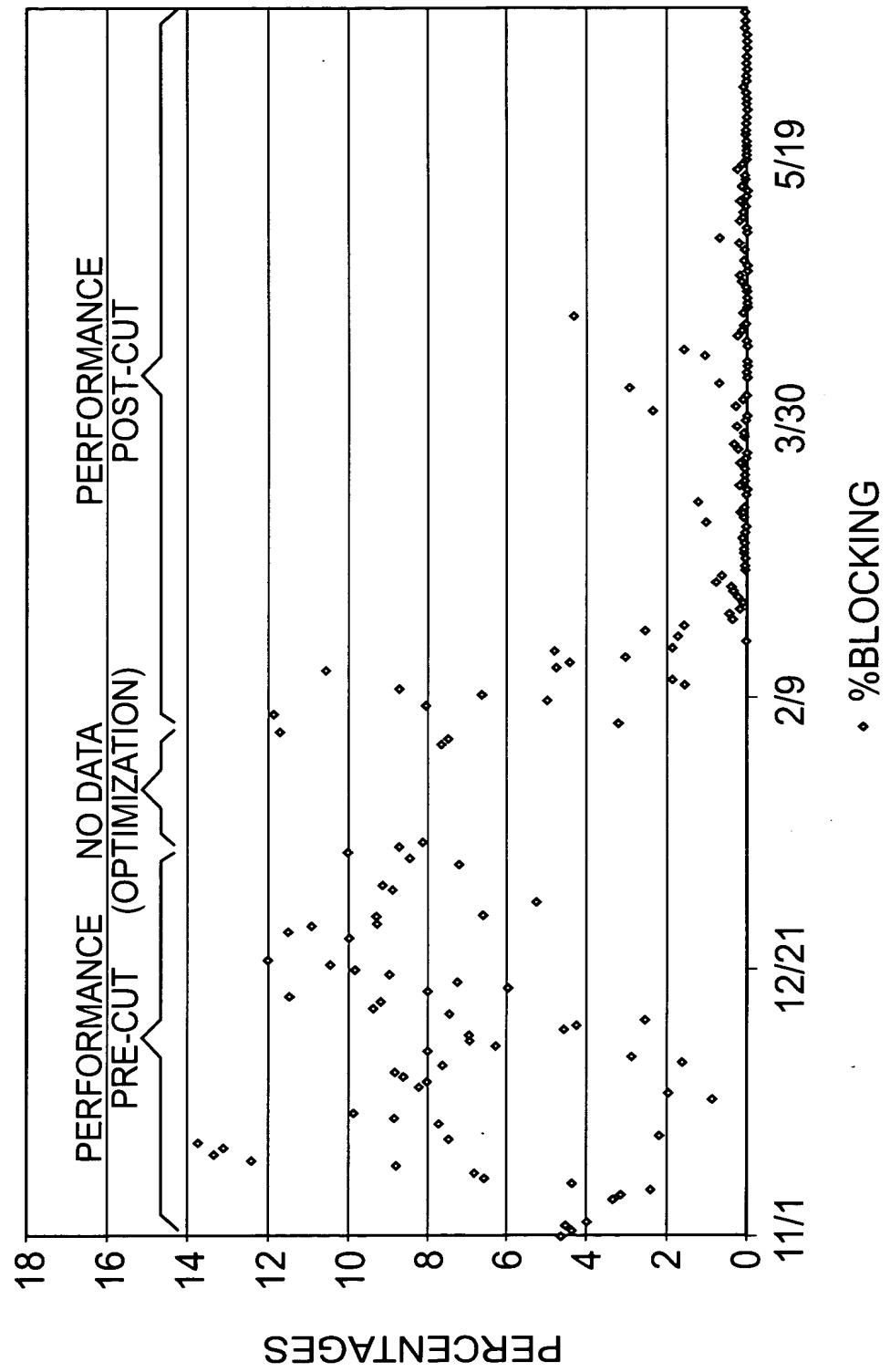
**FIG. 9d**



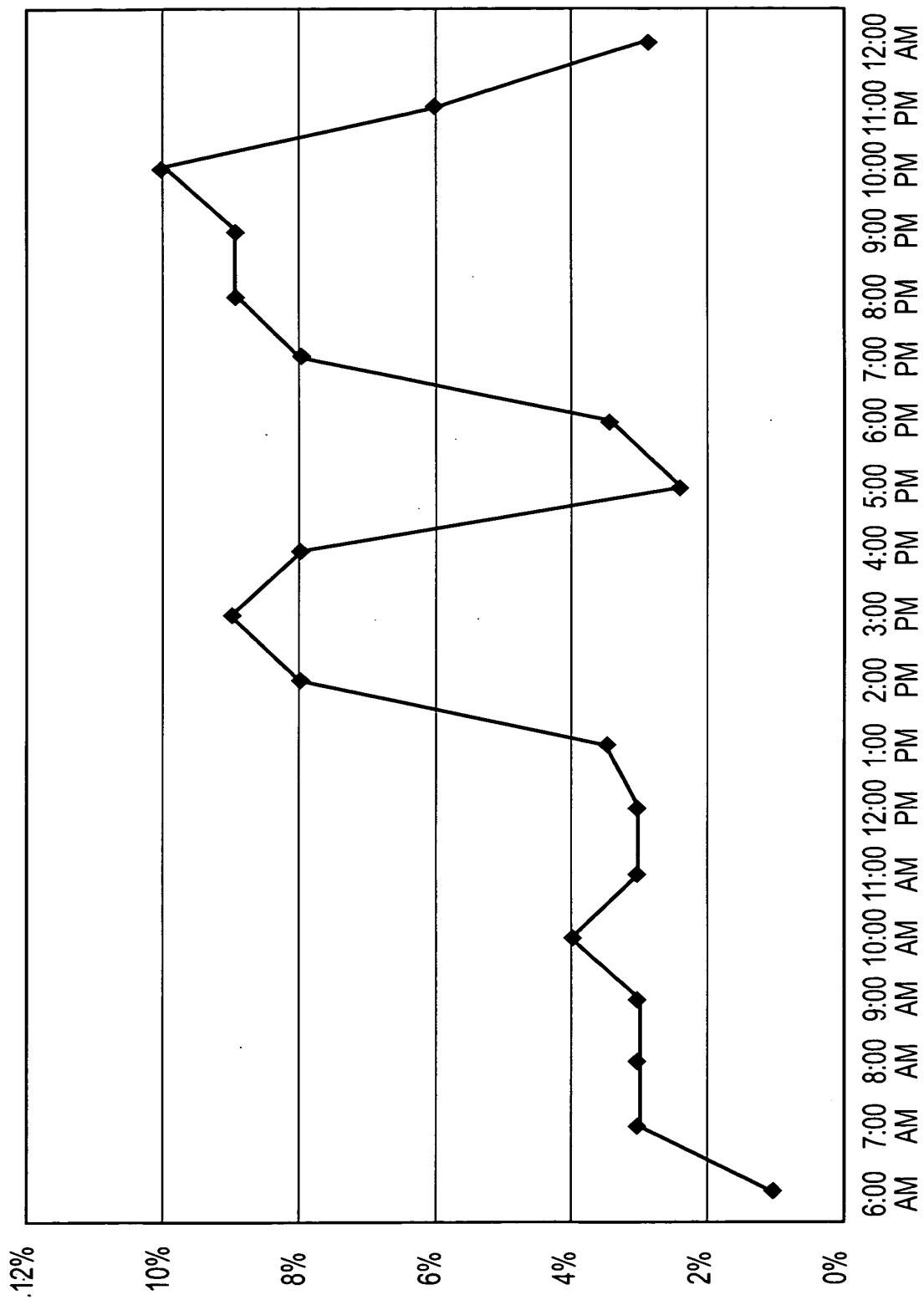
**FIG. 10a**



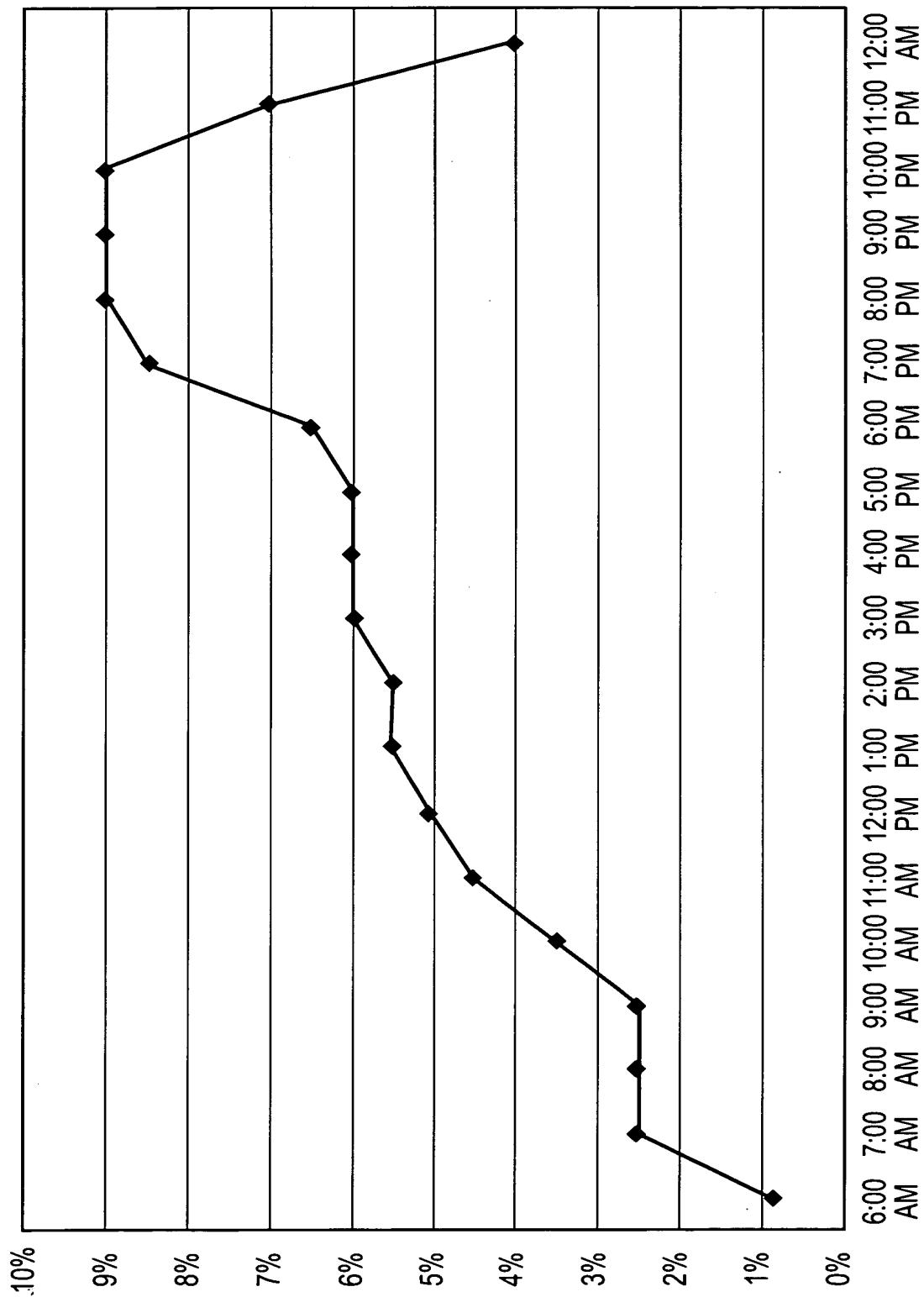
**FIG. 10b**



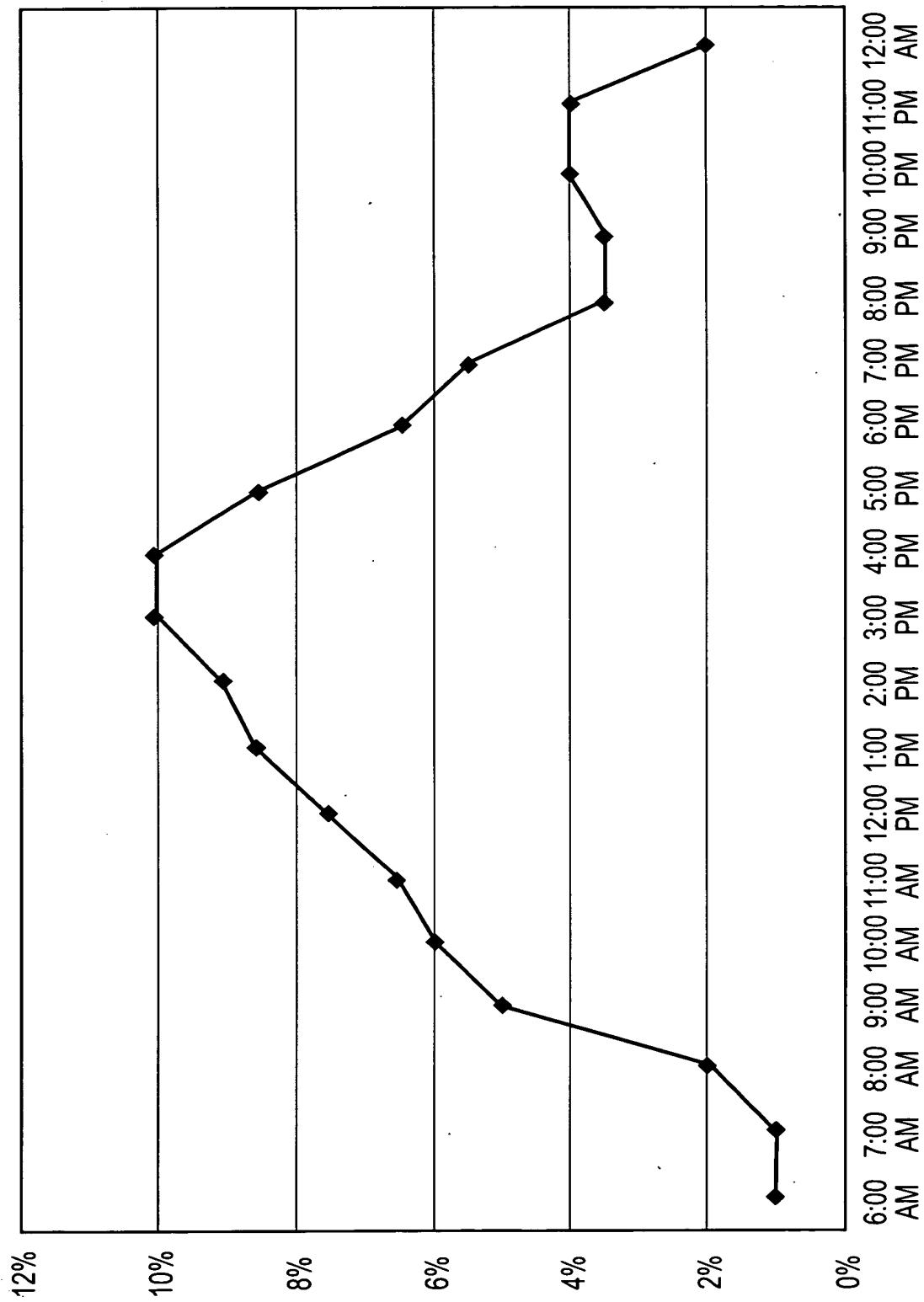
**FIG. 10c**



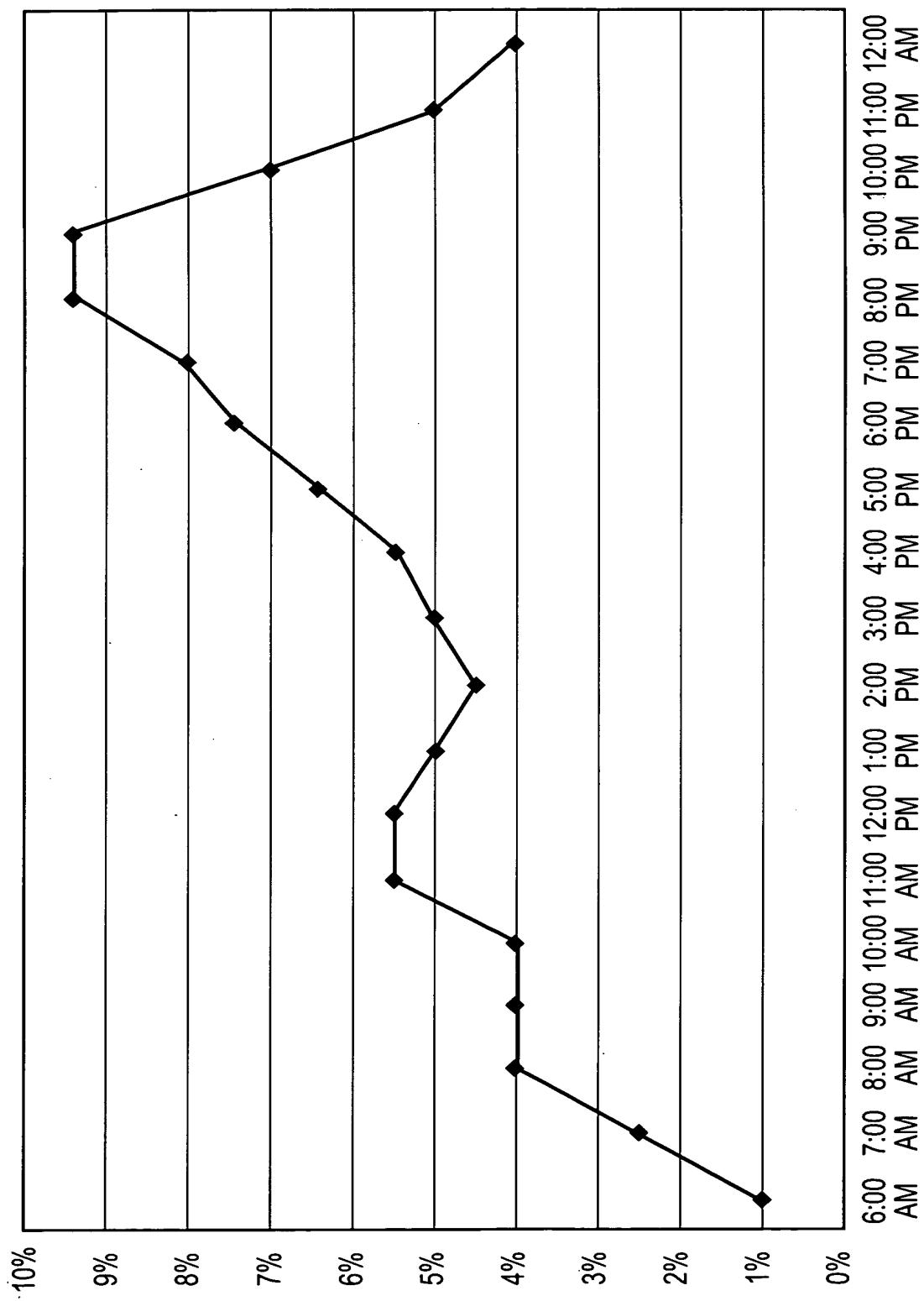
**FIG. 11**



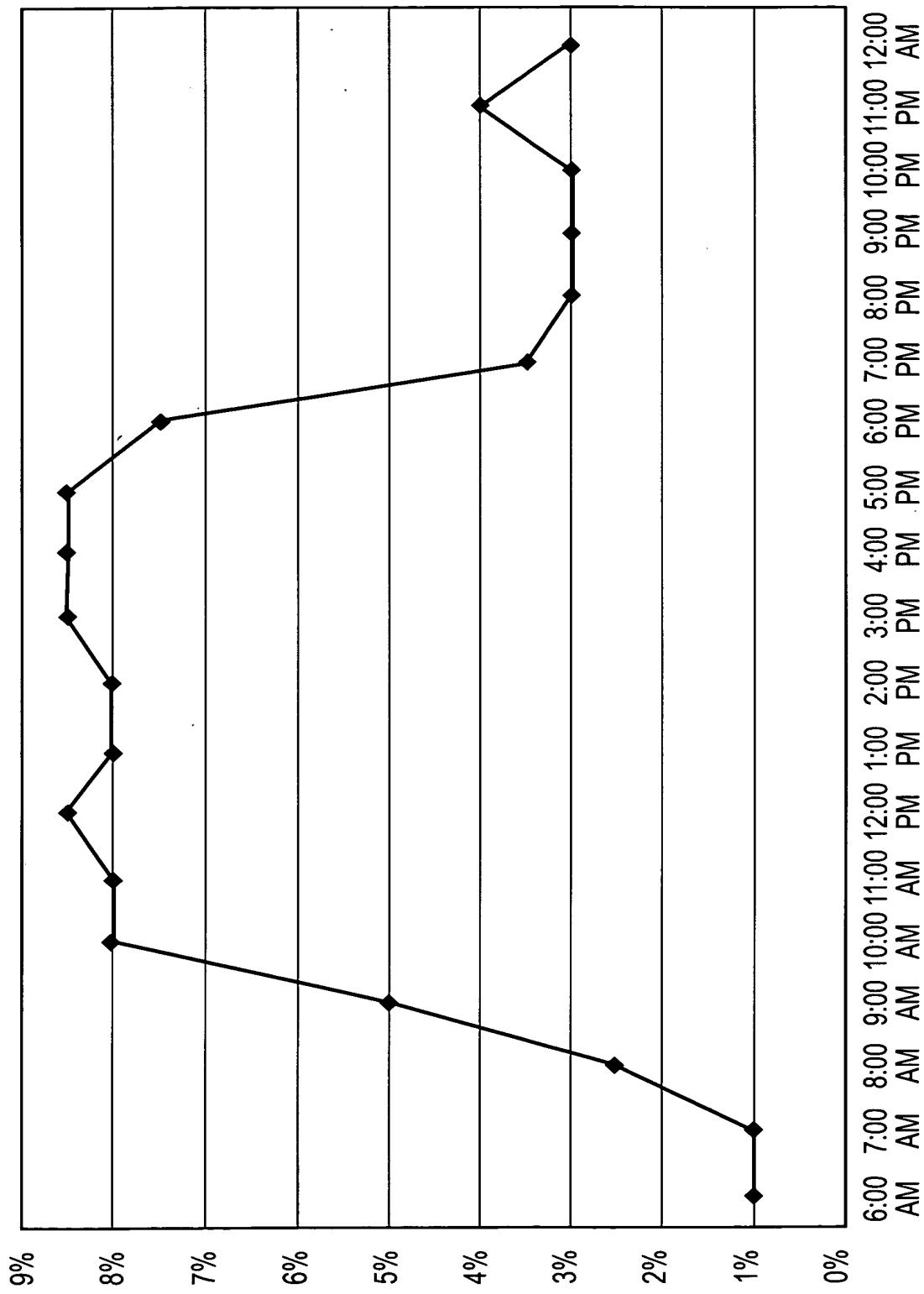
**FIG. 12**



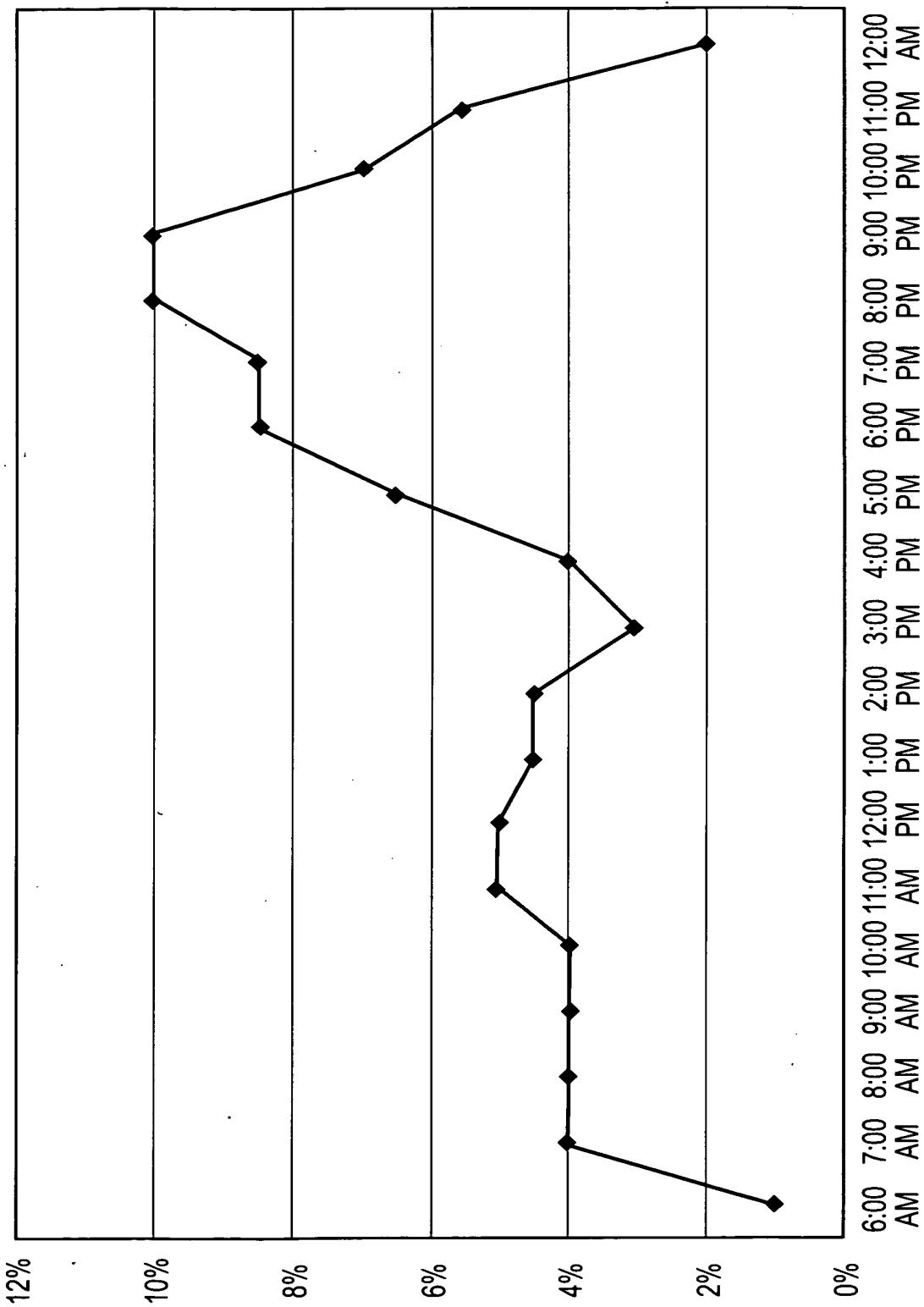
**FIG. 13**



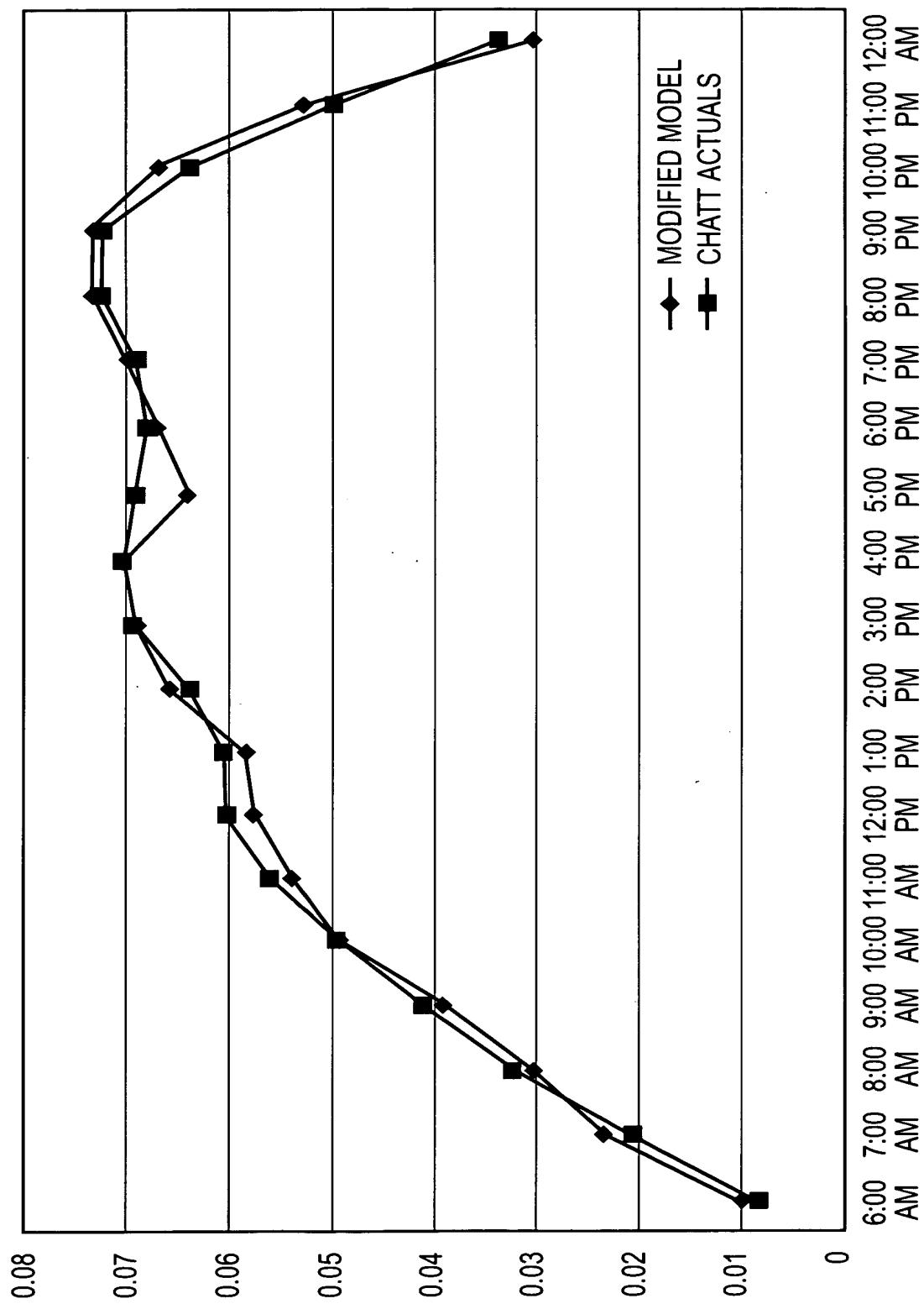
**FIG. 14**



**FIG. 15**



**FIG. 16**



**FIG. 17**

CRICKET WAS EBITDA BREAK-EVEN IN CHATTANOOGA AT 12 MONTHS

7.7% PENETRATION	12 MONTHS	5 YEARS	
	24,000 CUSTOMERS AS OF 2/29/00		
<u>COSTS IN FIRST YEAR</u>			
COST PER GROSS ADD	<\$230	\$550	
SUPPORT COSTS/AVERAGE SUB	\$5.60	\$11.45	
OPERATIONS COST/MOU	\$0.013	\$0.039	

**FIG. 18**

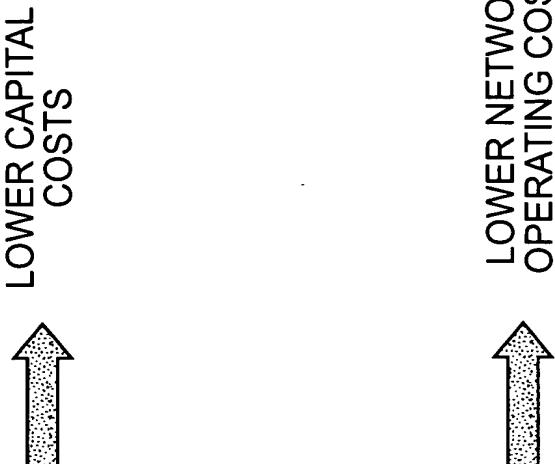
## CAPITAL UTILIZATION

		YEAR FROM SYSTEM LAUNCH							
		1	2	3	4	5	10		
CUMULATIVE ANTICIPATED CAPITAL EXPENDITURE PER SUBSCRIBER (AVERAGE)									
POWERTEL (GSM)	9,516	4,613	2,528	1,689	1,280				692
SPRINT (CDMA)	19,367	4,349	1,860	954	729				586
PRESENT INVENTION	2,354	2,628	1,949	1,183	877				550
CAPITAL EXPENDITURE PER ERLANG (AVERAGE)									
POWERTEL (GSM)	278	163	98	70	56				33
SPRINT (CDMA)	968	217	93	47	36				29
PRESENT INVENTION	47	52	38	23	17				11

FIG. 19

## RE-ENGINEERING THE COST STRUCTURE

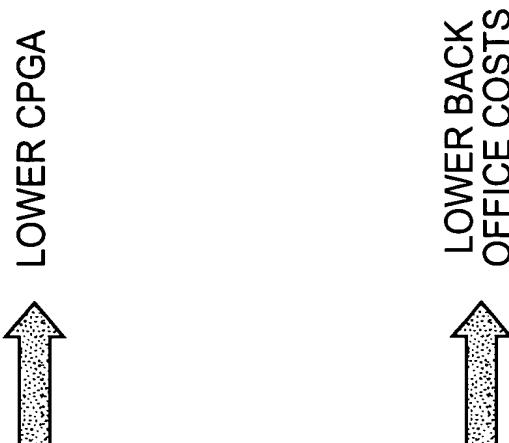
- NETWORK BUILD-OUT
  - HIGH CAPACITY CDMA
    - LATEST GENERATION EQUIPMENT
  - EFFICIENT SITE LOADING
    - NO UNDERUTILIZED ROAMING SITES
  - DESIGNED FOR RESIDENTIAL CALLING PATTERNS
    - LOWER % PEAK USAGE
  - CAPITAL REQUIREMENT PER CUSTOMER 1/3 OF TYPICAL PCS AVERAGE IN FIRST YEAR BECAUSE OF RAPID CUSTOMER ACQUISITION
- NETWORK OPERATIONS
  - LOWER BACKHAUL COSTS DUE TO CONCENTRATED FOOTPRINT
  - FAVORABLE INCOMING/OUTGOING MIX - LOWER INTERCONNECT COST
  - ELIMINATION OF ROAMING CLEARINGHOUSE AND ANTI-FRAUD COSTS



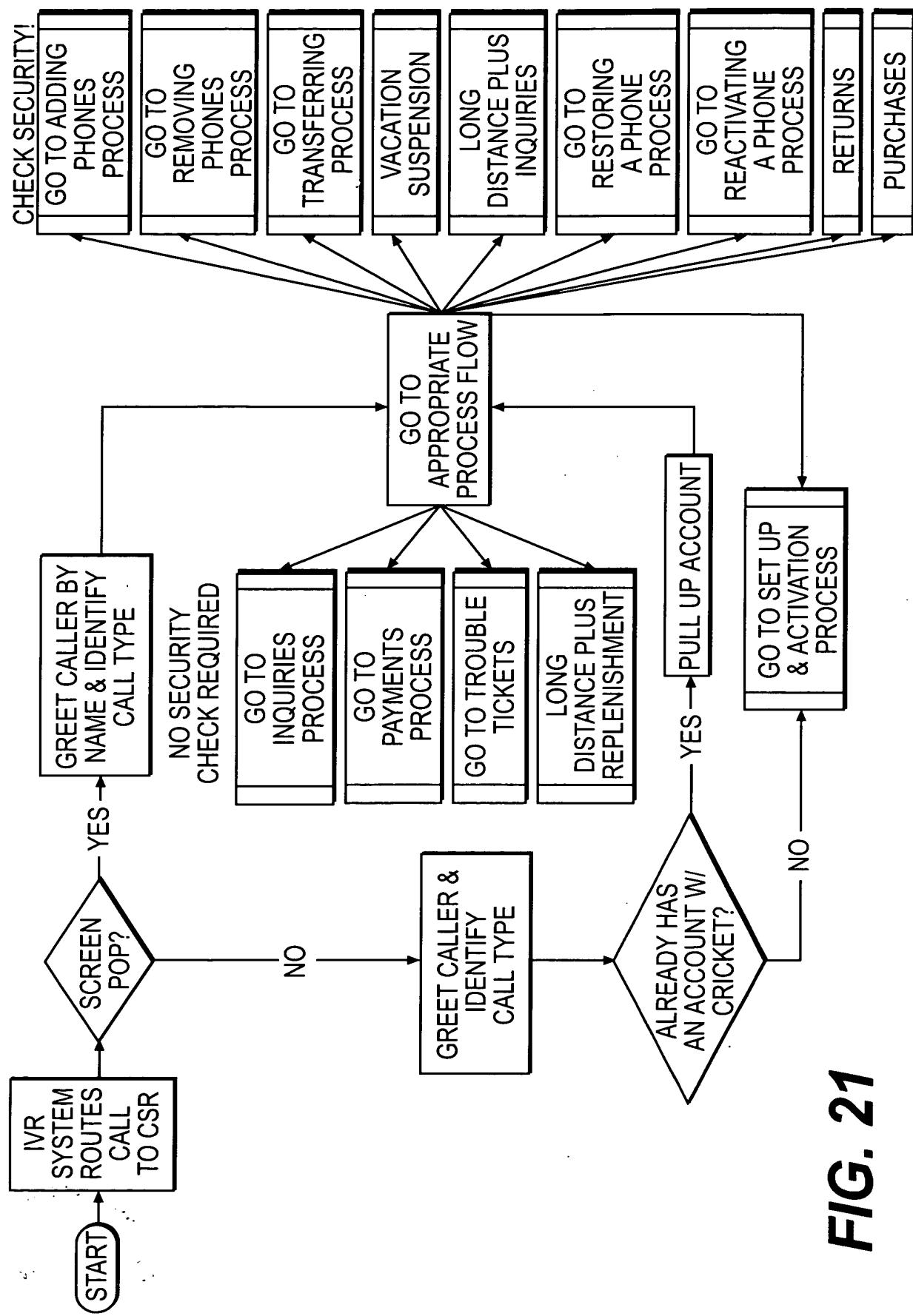
**FIG. 20a**

## RE-ENGINEERING THE COST STRUCTURE (CONT'D)

- CUSTOMER ACQUISITION
  - ATTRACTIVE VALUE PROPOSITION SELLS EASILY
  - RAPID, SIMPLE SALES CYCLE
  - DIRECT DISTRIBUTION - HIGH VOLUME
  - INDIRECT DISTRIBUTION - NO RESIDUALS OR COMMISSIONS
  - NO CREDIT CHECKS
- CUSTOMER SERVICE
  - HIGH CAPACITY, HIGH QUALITY NETWORKS
  - SIMPLE MONTHLY BILLING
  - LOW CUSTOMER CARE COSTS - FEWER BILLING DISPUTES
  - NO BAD DEBT, NO FRAUD
  - CLEAR STATEMENT OF COVERAGE AREA

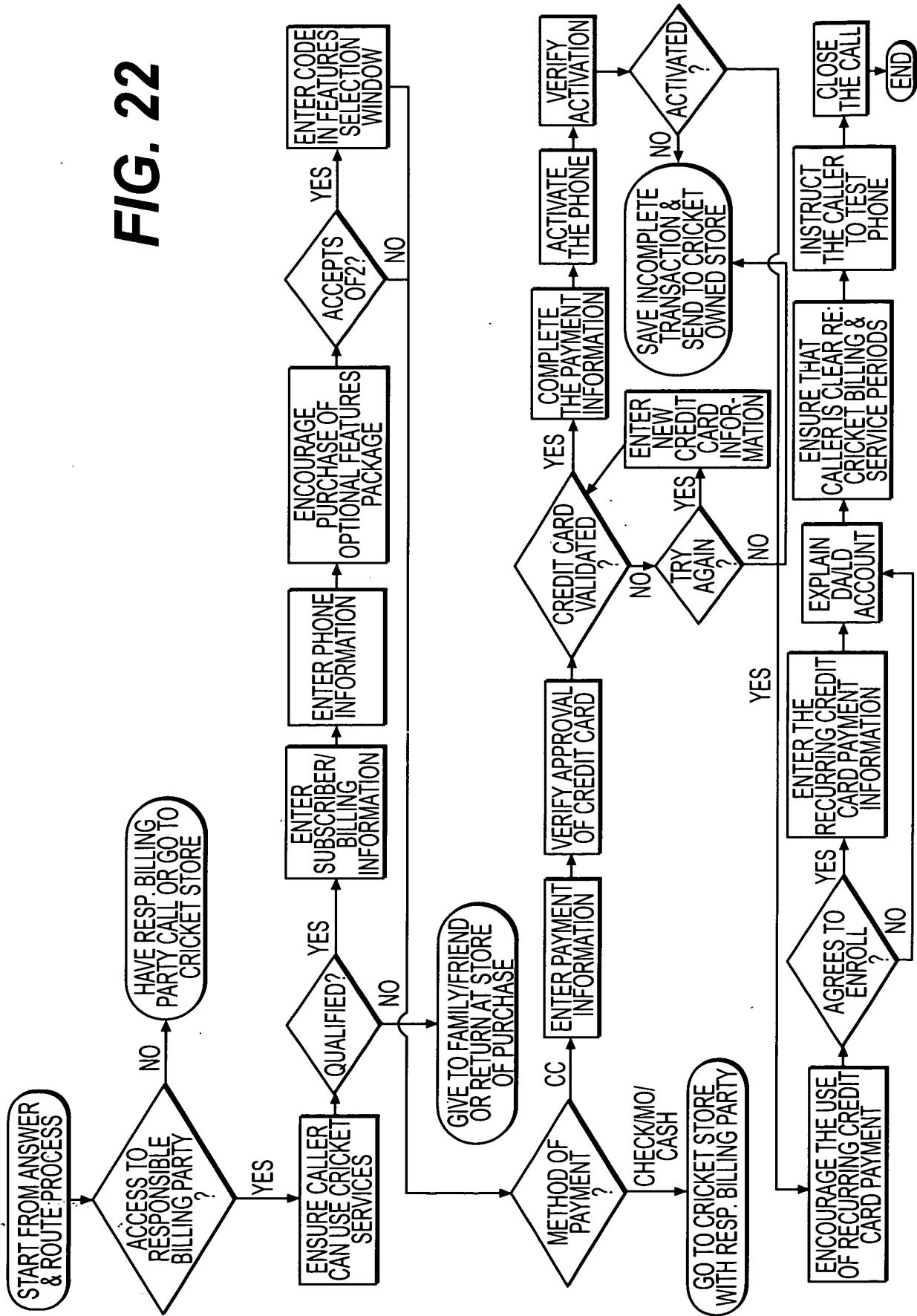


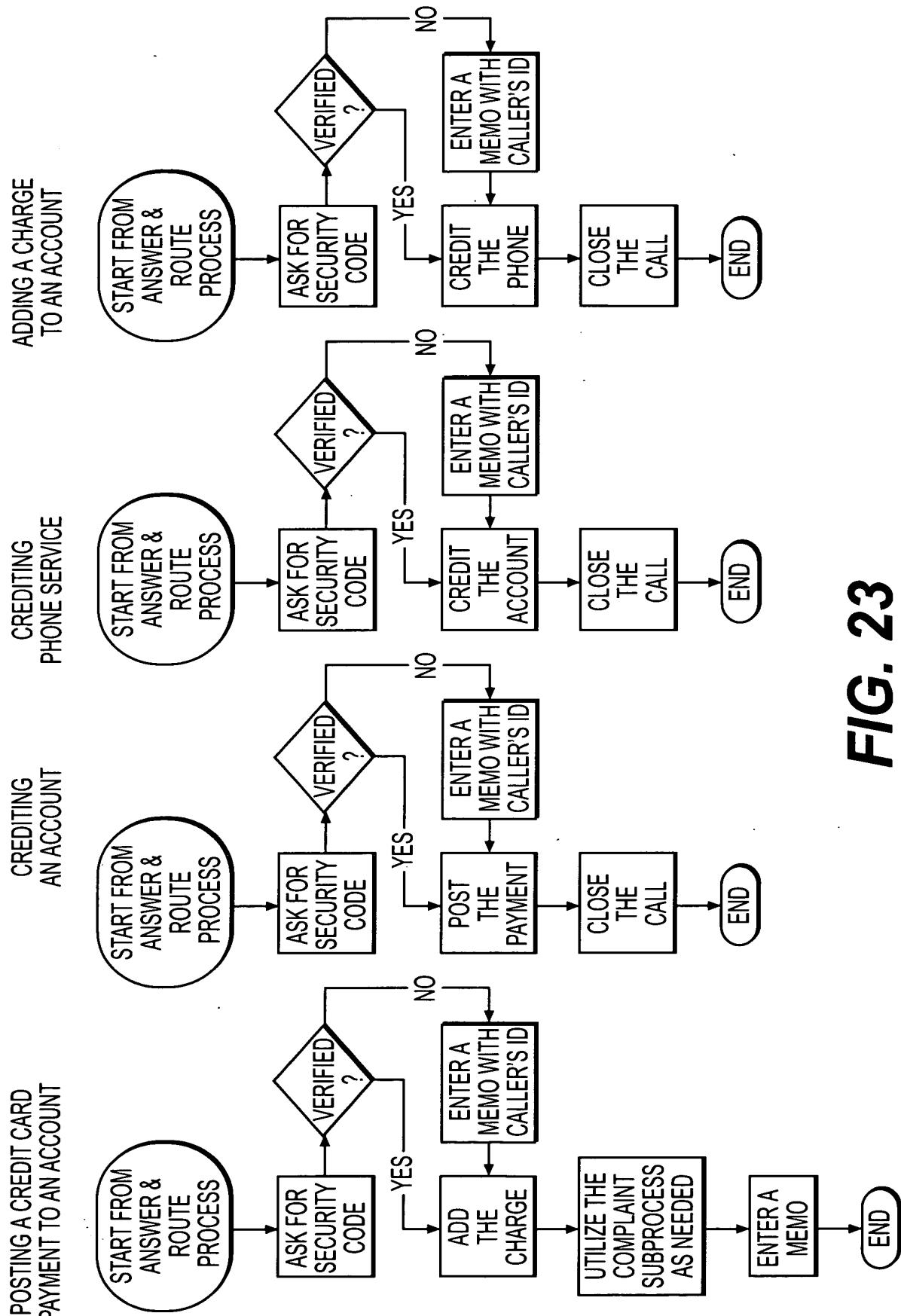
**FIG. 20b**



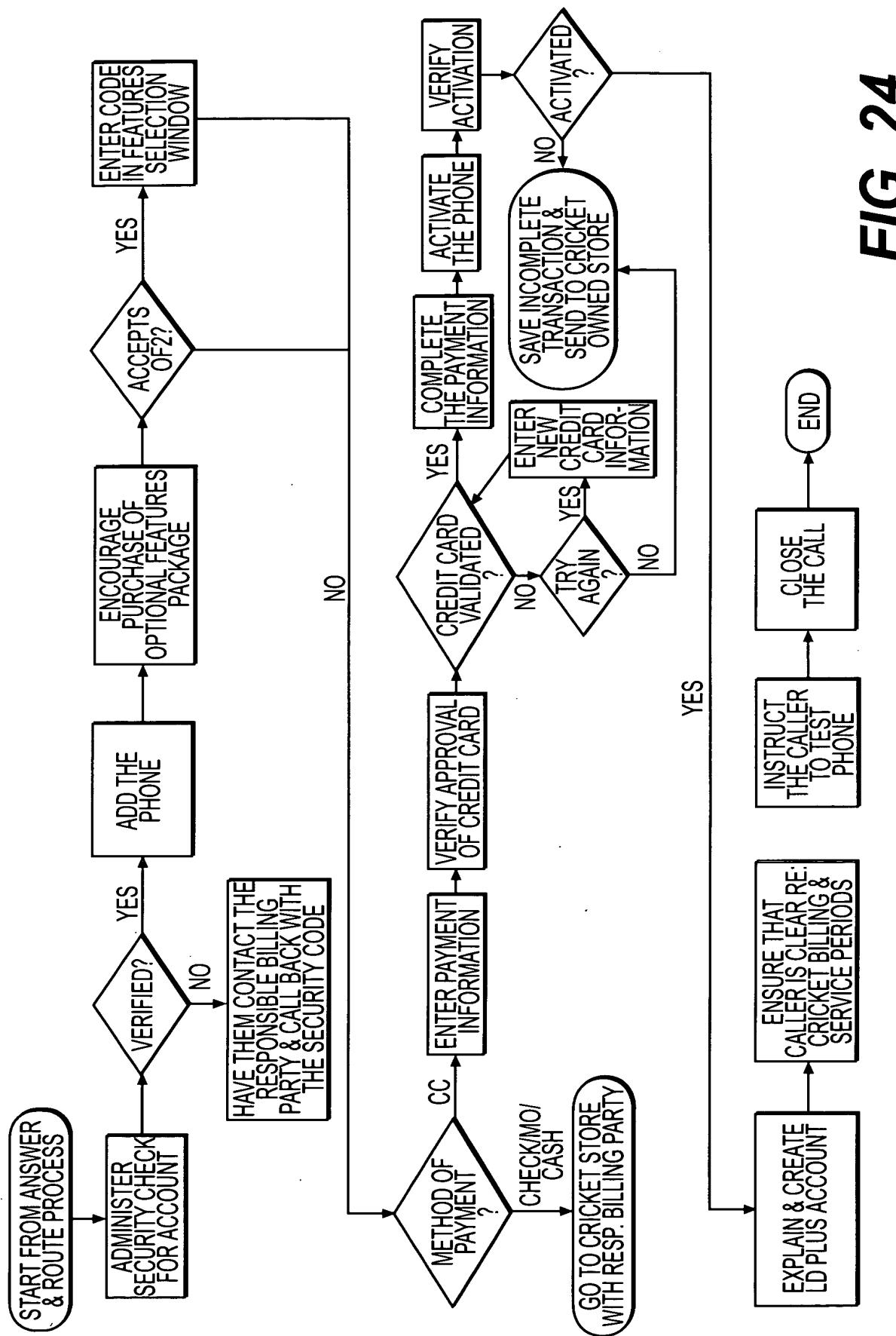
**FIG. 21**

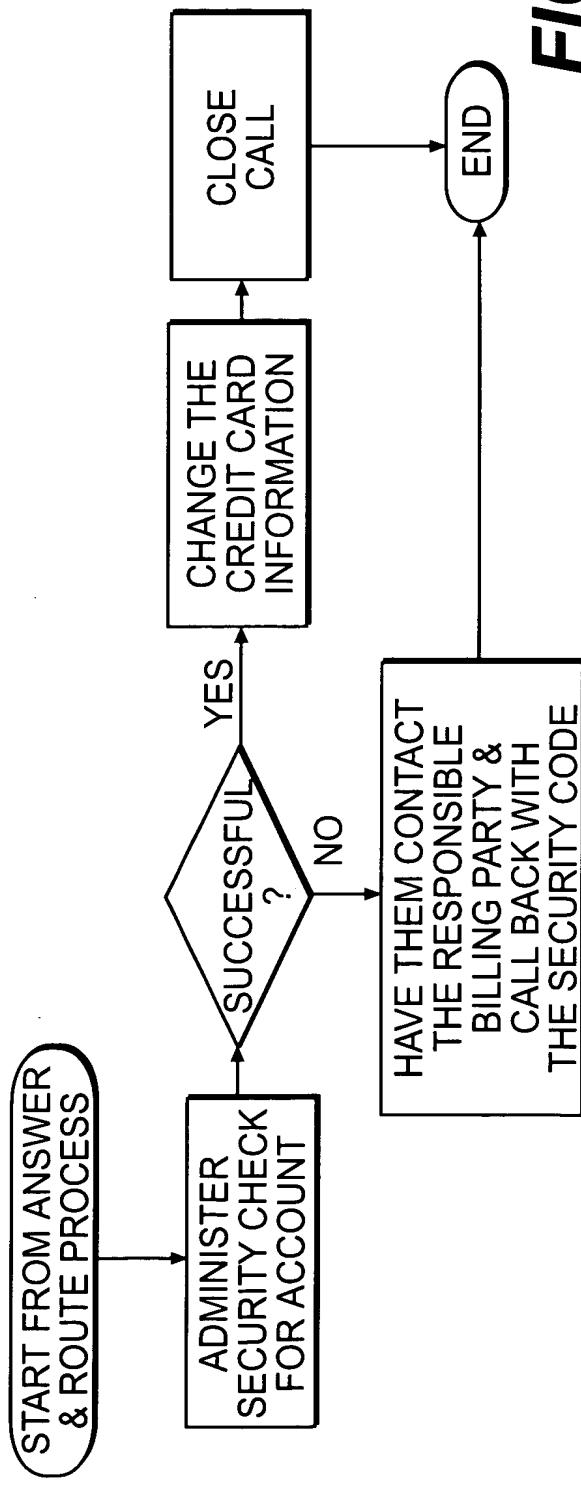
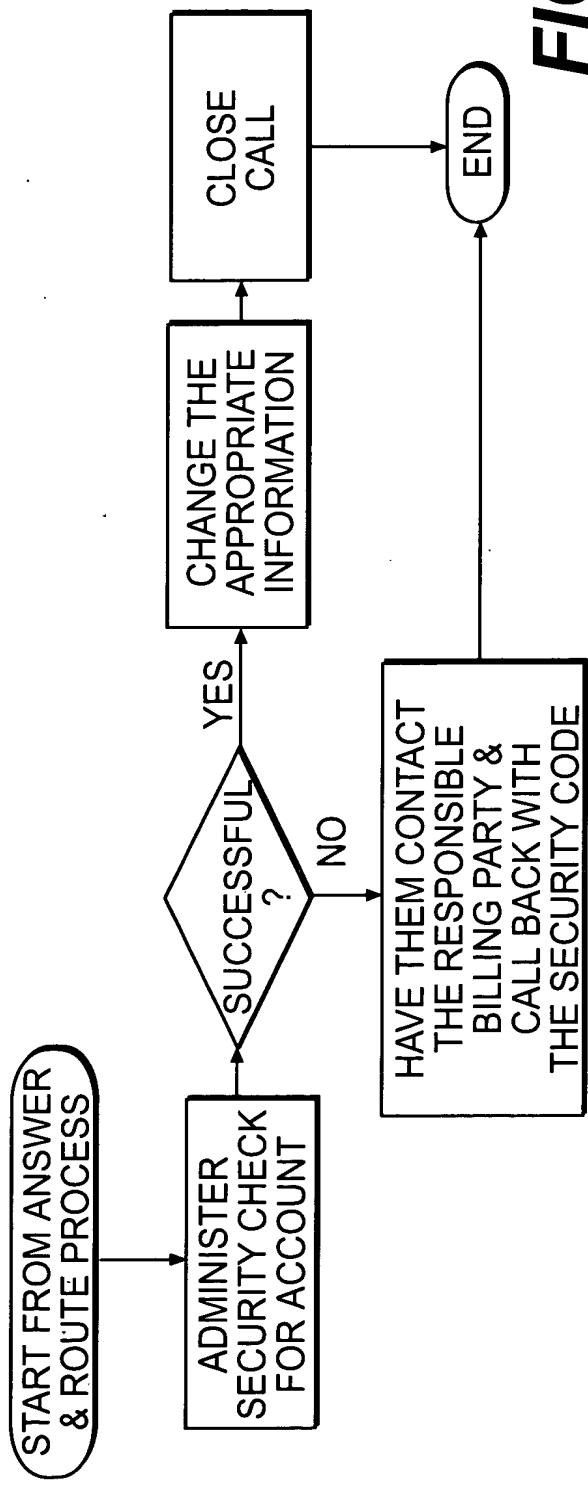
**FIG. 22**



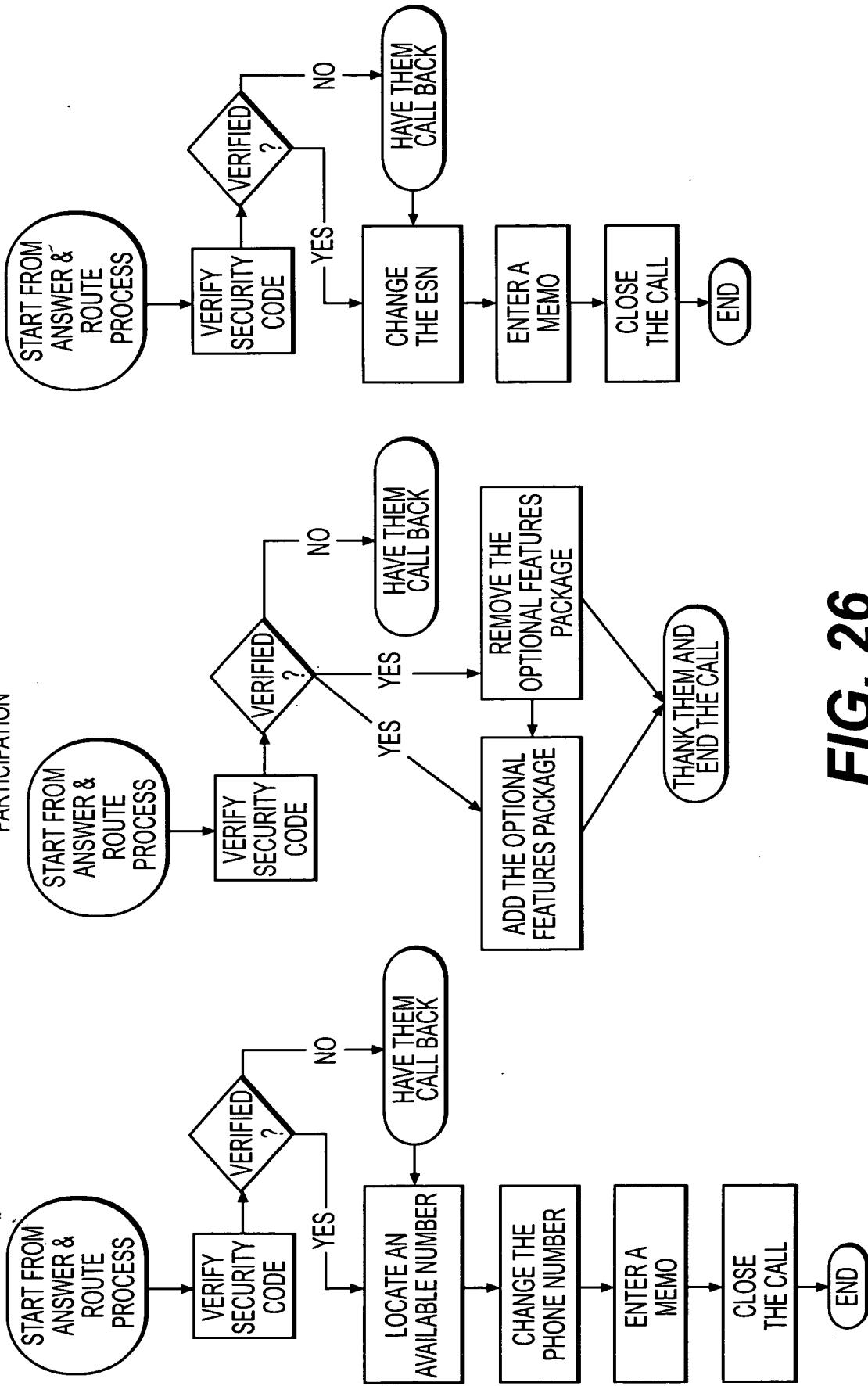


**FIG. 23**

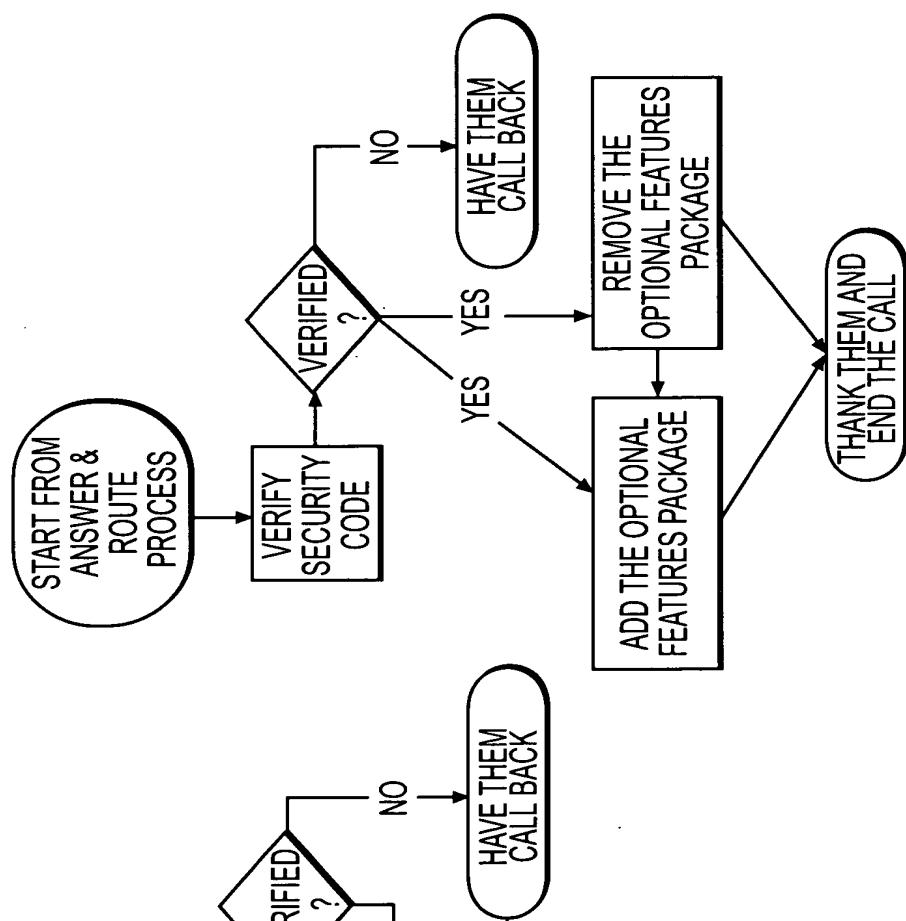




## CHANGING A PHONE #



## CHANGING OF PARTICIPATION



CHANGING AN ESN

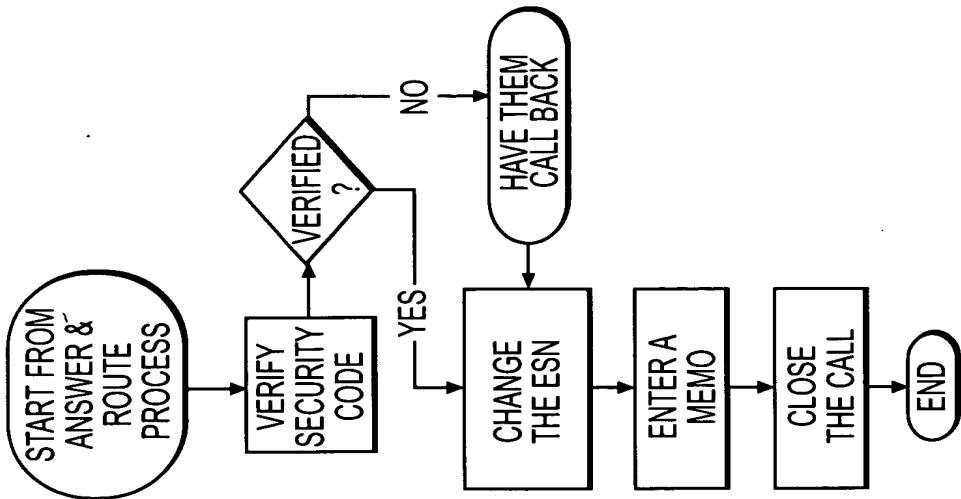
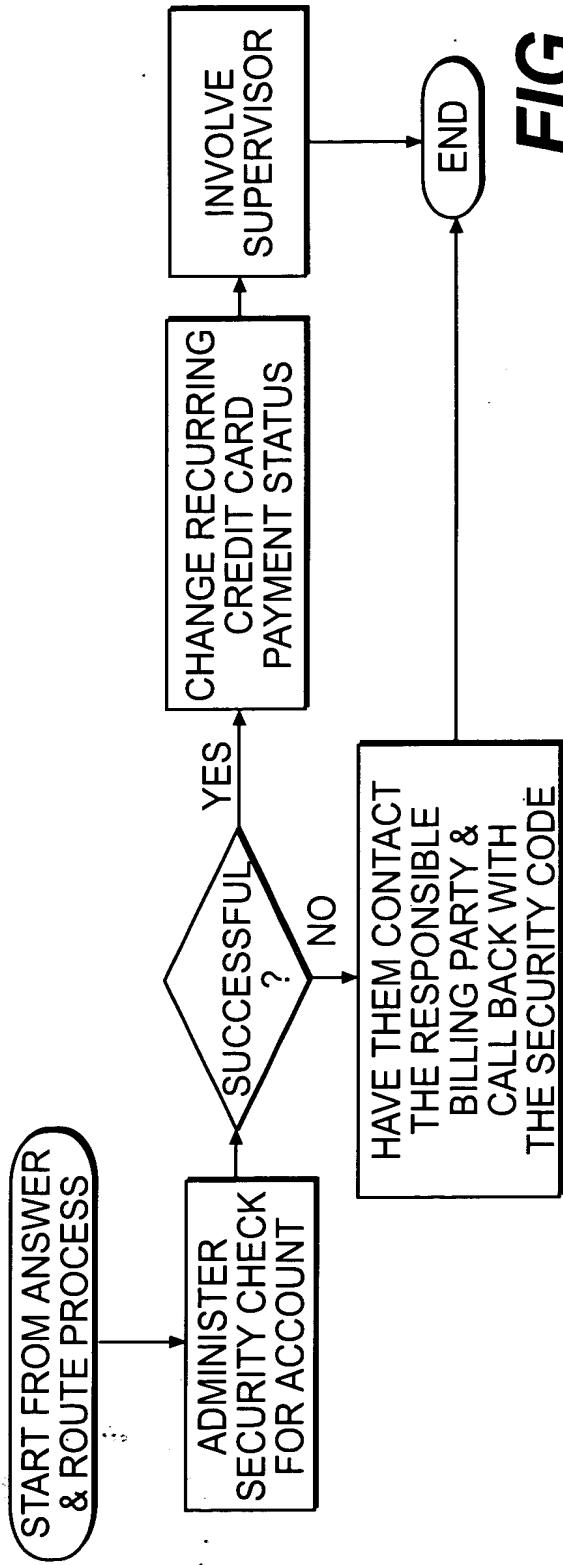


FIG. 26

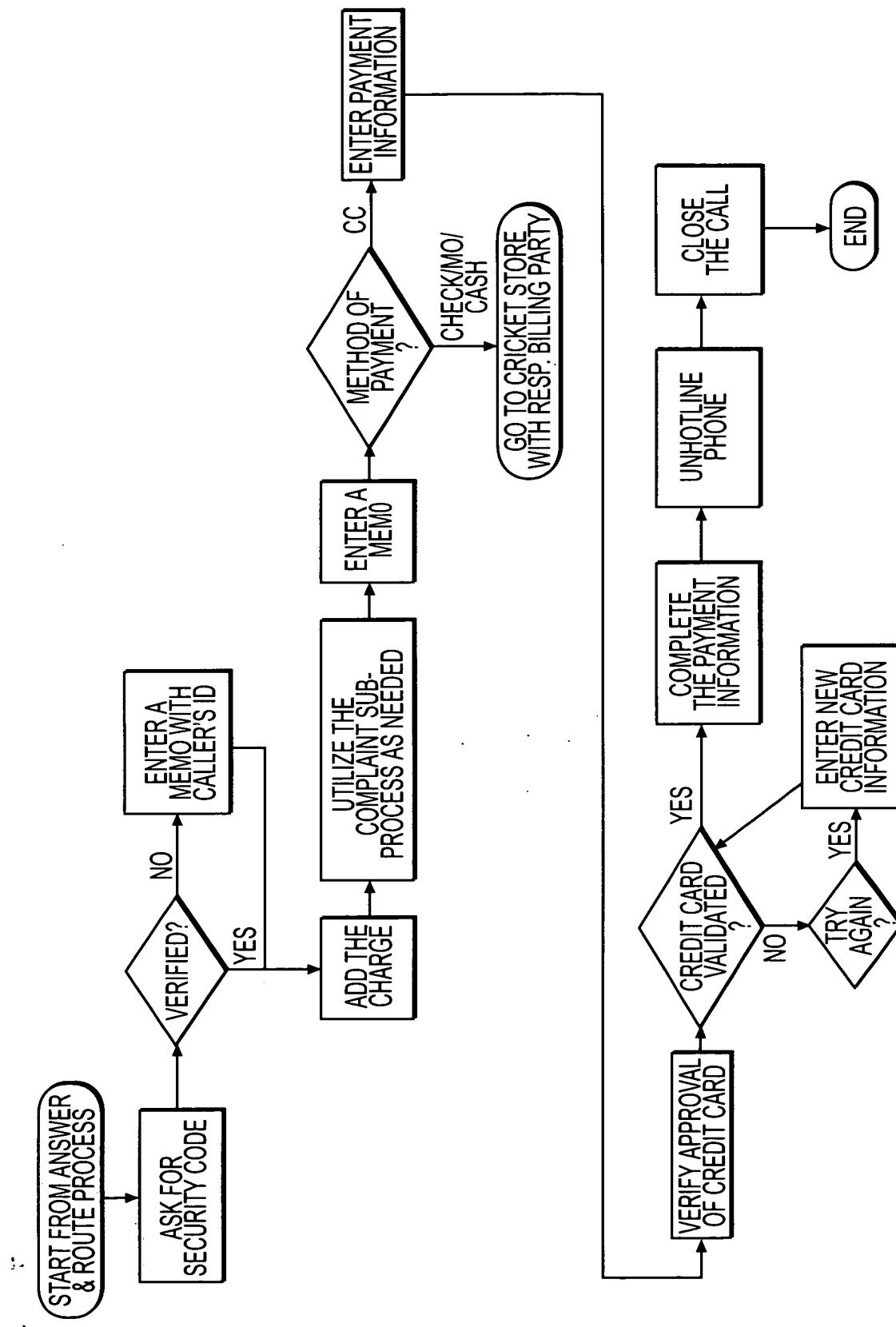


**FIG. 28**

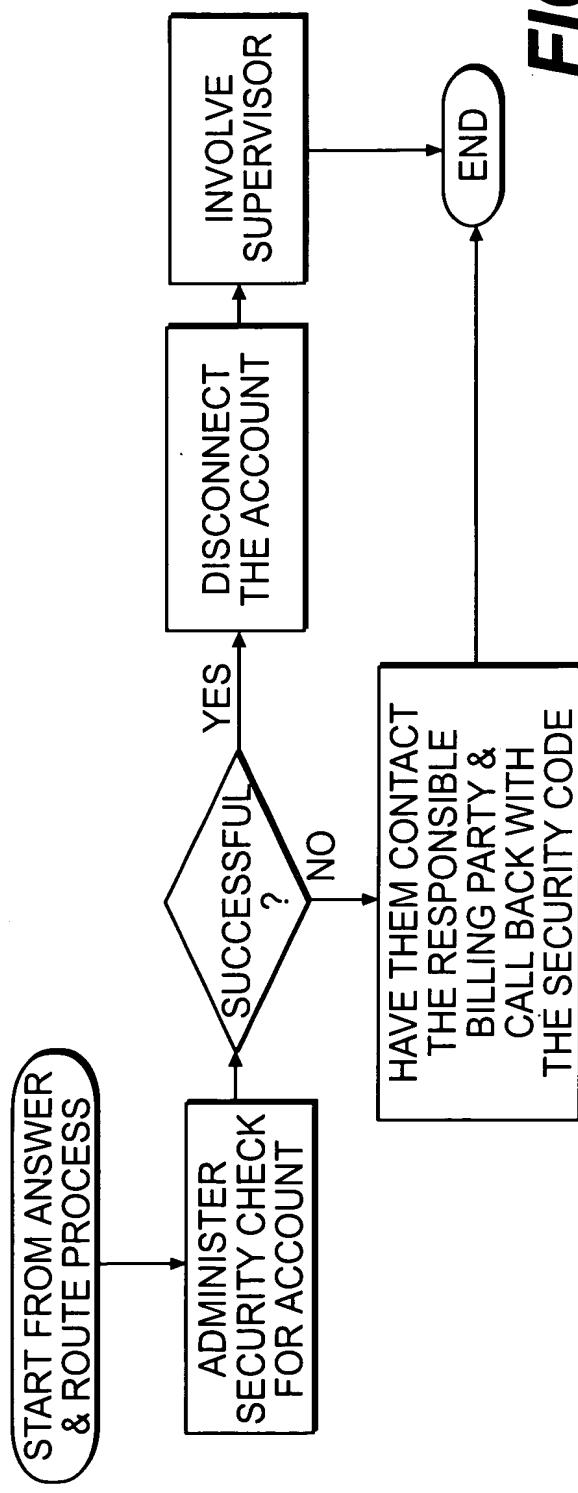
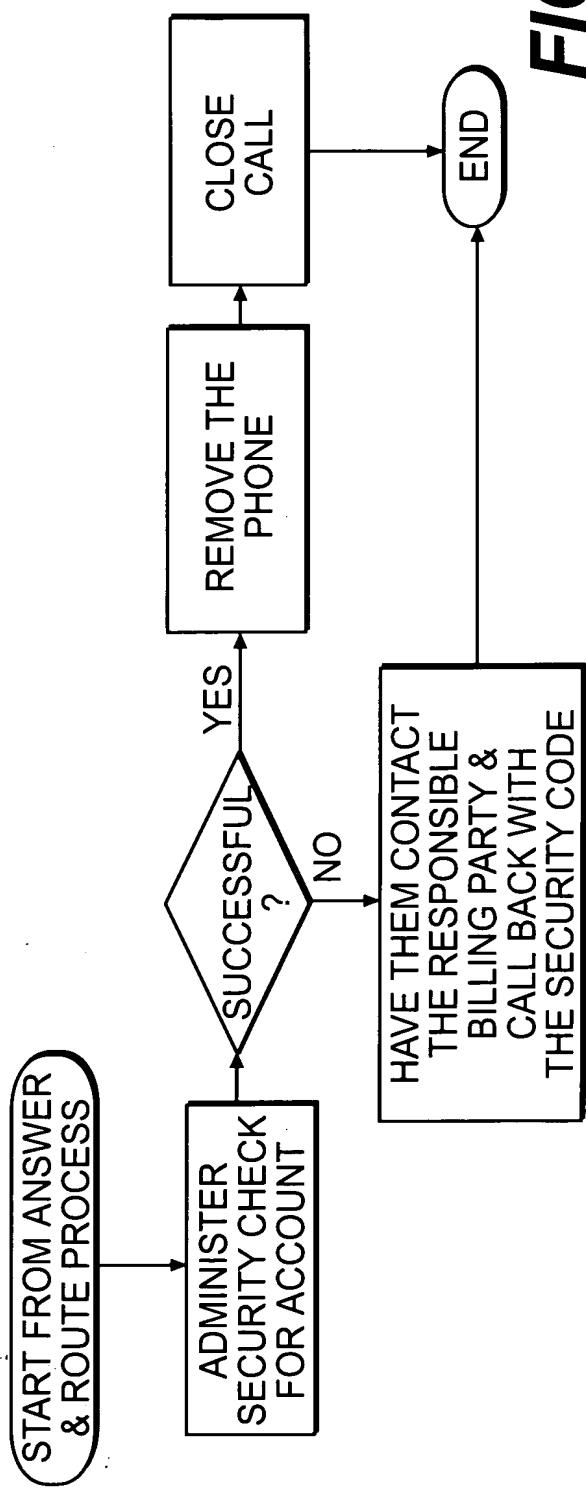
NOTE THAT IF ALL PHONES IN AN ACCOUNT ARE TRANSFERRED, THE ACCOUNT STATUS CHANGES TO "DISCONNECTED".

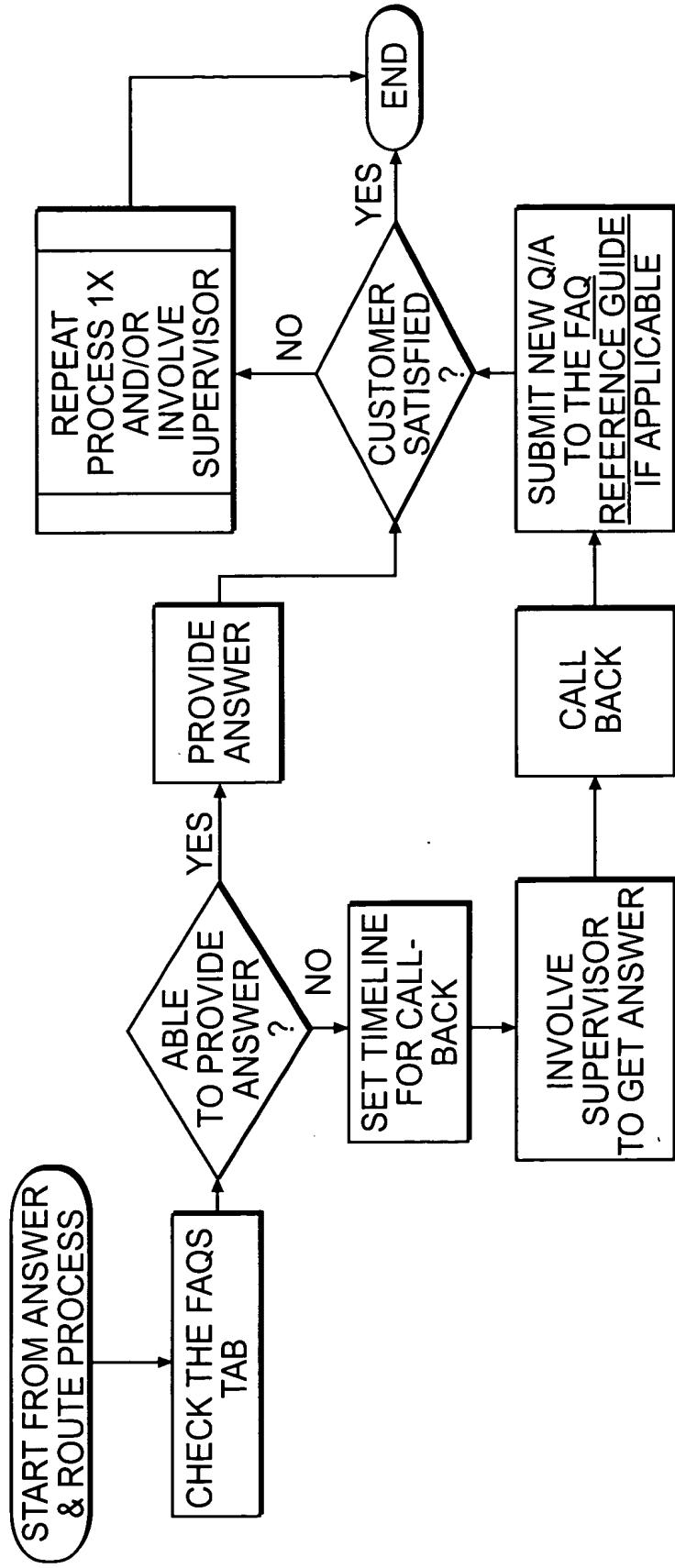


**FIG. 29**

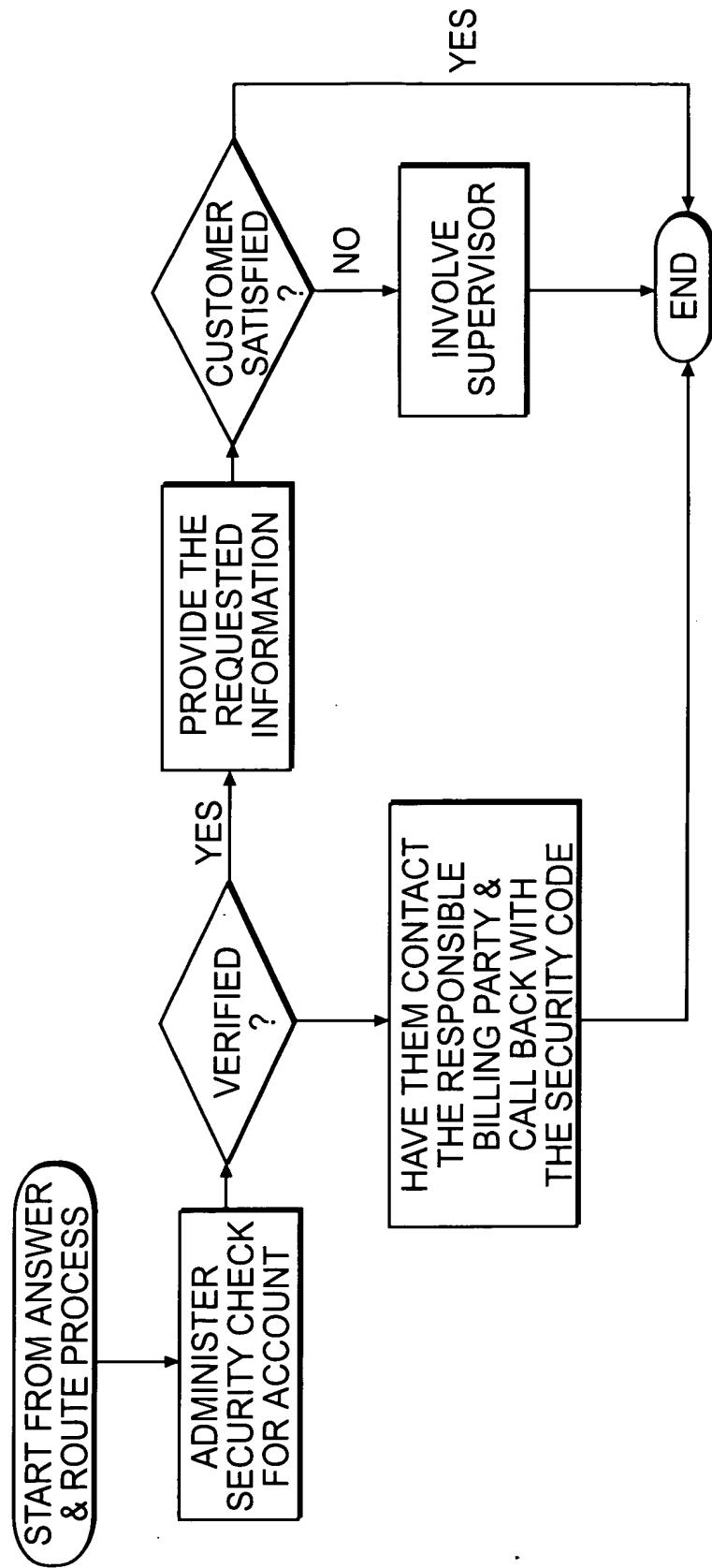


**FIG. 30**





**FIG. 33**



**FIG. 34**